

IMMERSION CORP
Form 4
March 11, 2014

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
FICHTHORN JOHN

(Last) (First) (Middle)

875 THIRD AVENUE, 15TH FLOOR

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
IMMERSION CORP [IMMR]

3. Date of Earliest Transaction (Month/Day/Year)
03/07/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	03/07/2014		S	(1) 15,223 D \$ 10.9564 (2)	221,562	I	Held Directly by Dialectic Antithesis Offshore, Ltd. (3)
Common Stock	03/10/2014		S	(1) 50,339 D \$ 10.6125 (4)	171,223	I	Held Directly by Dialectic Antithesis

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Common Stock	03/11/2014	S	<u>27,907</u> (1)	D	\$ <u>10.449</u> (6)	143,316	I	Offshore, Ltd. <u>(3)</u> Held Directly by Dialectic Antithesis Offshore, Ltd. <u>(3)</u>
Common Stock	03/07/2014	S	<u>1,130</u> (1)	D	\$ <u>10.9563</u> (2)	460,950	I	Held Directly by Dialectic Offshore, Ltd. <u>(3)</u>
Common Stock	03/10/2014	S	<u>3,757</u> (1)	D	\$ <u>10.6211</u> (5)	457,193	I	Held Directly by Dialectic Offshore, Ltd. <u>(3)</u>
Common Stock	03/11/2014	S	<u>2,082</u> (1)	D	\$ <u>10.4491</u> (6)	455,111	I	Held Directly by Dialectic Offshore, Ltd. <u>(3)</u>
Common Stock	03/07/2014	S	<u>1,777</u> (1)	D	\$ <u>10.9563</u> (2)	185,354	I	Held Directly by Dialectic Capital Partners, LP <u>(3)</u>
Common Stock	03/10/2014	S	<u>5,904</u> (1)	D	\$ <u>10.6179</u> (4)	179,450	I	Held Directly by Dialectic Capital Partners, LP <u>(3)</u>
Common Stock	03/11/2014	S	<u>3,270</u> (1)	D	\$ <u>10.449</u> (6)	176,180	I	Held Directly by Dialectic Capital Partners,

LP ⁽³⁾

Common Stock 24,750 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FICHTHORN JOHN 875 THIRD AVENUE, 15TH FLOOR NEW YORK, NY 10022		X		

Signatures

/s/ John Fichthorn by Amie Peters,
Attorney-in-Fact 03/11/2014

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Represents the aggregate of sales effected on the same day at different prices.
- (2) Represents the weighted average sales price per share. The shares sold at prices ranging from \$10.9018 to \$11.04 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and

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Exchange Commission, the Issuer, or a security holder of the Issuer.

- Dialectic Capital Management, LLC ("Investment Manager") is the investment manager of Dialectic Antithesis Offshore, Ltd. and Dialectic Antithesis Partners, LP (together, the "Dialectic entities") and, as such, shares voting and dispositive power over the securities held by the Dialectic entities. The Investment Manager does not directly hold any securities of the Issuer. The Reporting Person is a managing member of the Investment Manager and shares such voting and dispositive power, but disclaims beneficial ownership of any of Issuer's securities in which he does not have a pecuniary interest or that he does not directly own.

- (4) Represents the weighted average sales price per share. The shares sold at prices ranging from \$10.4084 to \$10.9082 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

- (5) Represents the weighted average sales price per share. The shares sold at prices ranging from \$10.4084 to \$10.5357 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

- (6) Represents the weighted average sales price per share. The shares sold at prices ranging from \$10.37 to \$10.6275 per share. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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