Edgar Filing: NANCE WILLIAM JOHN - Form 4

NANCE WIL	LIAM JOHN										
Form 4											
April 03, 2012	2										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
Check this if no longe subject to Section 16 Form 4 or	GES IN BENEFICIAL OWNERSHIP OF SECURITIES					Expires:January 31 2005Estimated average burden hours per response0.5					
Form 5 obligations may contir <i>See</i> Instruct 1(b).	Section 17(a	suant to Section 16 a) of the Public Ut 30(h) of the Inv	ility Hold	ing Com	pany	Act o	f 1935 or Sectio	n			
(Print or Type Re	esponses)										
1. Name and Ad NANCE WII	Name and Ticker or Trading GROUP CORP [INTG]				5. Relationship of Reporting Person(s) to Issuer						
(Last) (First) (Middle) 3. Date of (Month/Da 4005 OCEAN FRONT WALK 04/01/20 (Street) 4. If Amer			te of Earliest Transaction th/Day/Year)				(Check all applicable)				
							_X_Director10% Owner Officer (give titleOther (specify below)below)				
			nendment, Date Original Ionth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 				
MARINA DI	EL REY, CA 902	292					Form filed by M Person	More than One Re	eporting		
(City)	(State) (Zip) Table	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed of	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	Disposed (Instr. 3,	l (A) c l of (D 4 and (A) or)) 5)	Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	04/01/2012		Code V M	Amount 735	(D) A	Price \$ 0 (1)	45,691	D			

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	tionof Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. De Se (In
				Code V	(A) (I	D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 <u>(2)</u>	04/01/2012		М	7	35	04/01/2012(3)	(3)	Common Stock	735	

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
NANCE WILLIAM JOHN 4005 OCEAN FRONT WALK MARINA DEL REY, CA 90292	Х								
Signatures									
/s/ Michael G. Zybala, Attorney-in-Fact		04/03/201	2						
** 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) Common Stock acquired upon vesting of Restricted Stock Units ("RSUs") pursuant to The InterGroup Corporation 2008 Restricted Stock Unit Plan.
- (2) Each RSU represents the right to receive, following vesting, one share of Common Stock of The InterGroup Corporation.
- (3) RSUs vested on April 1, 2012. As RSUs vest, they are converted to vested shares of Common Stock on a one-for-one basis on the vesting date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.