

VISHAY INTERTECHNOLOGY INC  
 Form 4  
 December 14, 2016

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
 OMB Number: 3235-0287  
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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 \*  
 ZANDMAN MARC

2. Issuer Name and Ticker or Trading Symbol  
 VISHAY INTERTECHNOLOGY INC [VSH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/12/2016

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Exec Chairman of the Board / Chief Busi Dev Officer

C/O VISHAY INTERTECHNOLOGY, INC., 63 LANCASTER AVENUE

(Street)

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

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

MALVERN, PA 19355

(City) (State) (Zip)

**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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Stock                    | 12/12/2016                           |  | M                              |   | 27,619  | A  | \$ 12.899   |
| Common Stock                    | 12/12/2016                           |  | S                              |   | 27,619  | D  | \$ 15.973   |

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

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SEC 1474 (9-02)

number.

**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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Stock Option (Right to Buy)                | \$ 12.899  | 12/12/2016                           |  | M                              | 27,619  | 02/27/2007 02/27/2017                                    | Common Stock  | 27,619 <sup>(2)</sup>      |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                            |                        |
|--|---------------|-----------|----------------------------|------------------------|
|  | Director      | 10% Owner | Officer                    | Other                  |
| ZANDMAN MARC<br>C/O VISHAY INTERTECHNOLOGY, INC.<br>63 LANCASTER AVENUE<br>MALVERN, PA 19355 | X             |           | Exec Chairman of the Board | Chief Busi Dev Officer |

## Signatures

/s/ David L. Tomlinson as attorney-in-fact for Marc Zandman  
12/14/2016

\*\*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) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$15.875 to \$16.05, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares of each separate price within the ranges set forth in this footnote to the Form 4.
- (2) The original grant was for 25,000 options, which amount was later increased to 27,619 as a result of a corporate transaction, and vested in 6 equal installments on their anniversary dates through 2013.
- (3) The options were granted to the reporting person by the Issuer's Board of Directors.

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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