

YAHALOMI LIOR E
Form 4
March 09, 2011

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 *
YAHALOMI LIOR E

2. Issuer Name and Ticker or Trading Symbol
VISLAY INTERTECHNOLOGY INC [NYSE:VSH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
03/07/2011

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
Chief Financial Officer

C/O VISLAY 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	03/07/2011		M	11,048 A \$ 7.89	29,486	D	
Common Stock	03/07/2011		M	13,810 A \$ 14.13	43,296	D	
Common Stock	03/07/2011		M	14,731 A \$ 14.33	58,027	D	
Common Stock	03/07/2011		S	39,589 D \$ 18.8273	18,438	D	

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

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(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. Amount or Number of Shares
Options (Right to buy)	\$ 7.89	03/07/2011		M	11,048	<u>(1)</u> 08/18/2018	Common Stock	11,048
Options (Right to buy)	\$ 14.13	03/07/2011		M	13,810	<u>(2)</u> 06/26/2017	Common Stock	13,810
Options (Right to buy)	\$ 14.33	03/07/2011		M	14,731	<u>(3)</u> 06/26/2016	Common Stock	14,731

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

YAHALOMI LIOR E
C/O VISHAY INTERTECHNOLOGY, INC.
63 LANCASTER AVENUE
MALVERN, PA 19355

Chief Financial Officer

Signatures

/s/ Dr. Lior
Yahalomi

03/09/2011

**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) These options vested in two equal annual installments beginning on June 26, 2009.
- (2) These options vested in three equal installments on August 18, 2008, June 26, 2009 and June 26, 2010.
- (3) Options relating to 7,365 shares of common stock vested on August 18, 2008 and the remainder of these options vested in two equal annual installments beginning on June 26, 2009.

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.