## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

wasnington,	D.C.	20549	

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  GRAHAM DANIEL J						2. Issuer Name <b>and</b> Ticker or Trading Symbol INTEST CORP [ INTT ]									5. Relationship of Reporting Person(s) to Issue (Check all applicable)  Director 10% Owner (Check (Check all applicable))					wner	
	EST CORP	,	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 10/29/2013									X Officer (give title below) Sr VP&GM-Mech8				Other (specify below)  &Elect Prod Sgmts		
(Street) MT. LAU (City)	JREL NJ	, (	08054 Zip)		4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									i. Individ ine) X	,					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																					
Date				saction /Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Code (	Transaction   Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			and Securi Benefi Owned		cially I Following	Form (D) o	wnership n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount (A)		(A) or (D)	Pric	<u>,</u> [1	Reported Transaction(s) (Instr. 3 and 4)		"		(Instr. 4)		
Common Stock				10/29/2013					A		10,000	(1)	A	\$	0	220,759			D		
Common Stock															1		129,000		I <sup>(2)</sup>	By Spouse	
Common Stock <sup>(3)</sup>																0			<b>I</b> (3)	By daughter	
		Та									sed of, onvertib					ned					
1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Deemet Execution I if any (Month/Day)		n Date, ay/Year) -	4. Transaction Code (Instr. 8)		n of Deriv Secu Acqu (A) or Dispo of (D) (Instr	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisa Expiration Date (Month/Day/Year  Date E: Exercisable D.		Amount of Securities Underlying Derivative Security (Instr. and 4)  Amount of Manual Amount of Number of Security Instr.		ount nber	-		9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	F C O	LO. Dwnership Form: Direct (D) Or Indirect I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			

## **Explanation of Responses:**

- 1. The shares acquired are restricted shares issued pursuant to the Issuer's 2007 Stock Plan and will vest in increments of 25% annually commencing on October 29, 2014.
- 2. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed to be an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- 3. The reporting person no longer has a reportable beneficial interest in 11,000 shares of in TEST common stock owned by a daughter that were included in the reporting person's prior ownership reports.

/s/ Daniel J. Graham 10/30/2013

\*\* Signature of Reporting Person

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

- \* 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).

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

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 Number.