

Identiv, Inc.
Form 4
March 04, 2015

FORM 4

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

OMB APPROVAL

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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 *
Wenzel Daniel S.C.

(Last) (First) (Middle)

39300 CIVIC CENTER DRIVE,
STE 140

(Street)

FREMONT, CA 94538

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Identiv, Inc. [INVE]

3. Date of Earliest Transaction
(Month/Day/Year)
02/28/2015

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 02/28/2015 | | M | 2,248 A \$ 9.67 | 24,067 | D | |
| Common Stock | | | | | 745,352 | I | See footnote. (1) |
| Common Stock | | | | | 50,257 | I | See footnote. (2) |

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

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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 or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| Restricted Stock Unit | (3) | 02/28/2015 | | M | 2,248 | (4) (4) | Common Stock | 2,248 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Wenzel Daniel S.C. 39300 CIVIC CENTER DRIVE, STE 140 FREMONT, CA 94538 | | | | X |

Signatures

/s/ Daniel S. C. 03/04/2015
Wenzel

**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) Reflects 643,166 shares directly held by Mountain Partners AG and 102,186 shares indirectly held by Mountain Partners AG. Mr. Wenzel is a member of the board of directors of Mountain Partners AG. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest herein. The inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for Section 16 or for any other purpose.

(2) Reflects shares held by Rosenberg Ventures AG of which Mr. Wenzel is a member of the board of directors. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest herein. The inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for Section 16 or for any other purpose.

(3) Each Restricted Stock Unit represents a contingent right to receive one share of Issuer's common stock.

(4) Restricted Stock Units granted pursuant to Issuer's 2011 Incentive Compensation Plan vesting in four equal quarterly installments beginning 8/31/2014, provided the grant becomes completely vested by the date of the 2015 Annual Stockholder Meeting. Vested shares

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will be delivered to the reporting person 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.

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