INTERGROUP CORP

Form 4

March 27, 2017

FORM 4

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

Check this box if no longer

subject to Section 16. Form 4 or

Form 5 obligations may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * GONZALEZ DAVID C

2. Issuer Name and Ticker or Trading Symbol

INTERGROUP CORP [INTG]

(First) (Middle) (Last) 3. Date of Earliest Transaction (Month/Day/Year)

1100 GLENDON AVENUE,, SUITE 03/27/2017 PH-1

> (Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

LOS ANGELES, CA 90024

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Issuer

(Check all applicable)

Director 10% Owner X_ Officer (give title Other (specify below)

below) VICE PRESIDENT

6. Individual or Joint/Group Filing(Check

Applicable Line)

X 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

(City) (State) (Zip)

2. Transaction Date 2A. Deemed

(Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

(D) or Indirect (I) (Instr. 4)

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Ownership (Instr. 4)

Reported (A) Transaction(s) (Instr. 3 and 4)

COMMON STOCK

1.Title of

Security

(Instr. 3)

Code V Amount (D) Price

26,769

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.

SEC 1474 (9-02)

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. Transactio Code (Instr. 8)	5. Number of on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercise Expiration Date (Month/Day/Y	te	7. Title and An Underlying Sec (Instr. 3 and 4)	curit
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	or N of
EMPLOYEE INCENTIVE STOCK OPTIONS	\$ 27.3	03/27/2017		M <u>(1)</u>	18,000	03/02/2018	03/01/2027	COMMON STOCK	1

Reporting Owners

	Relationships		
Reporting Owner Name / Address	•		

Director 10% Owner Officer Other

GONZALEZ DAVID C 1100 GLENDON AVENUE, SUITE PH-1 LOS ANGELES, CA 90024

VICE PRESIDENT

Signatures

/s/DAVID C. GONZALEZ, VICE PRESIDENT

03/27/2017

**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) EXERCISE OF STOCK OPTIONS PURSUANT TO THE INTERGROUP CORPORATION 2010 OMNIBUS EMPLOYEE INCENTIVE PLAN.

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.

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