## Edgar Filing: THOMPSON G KENNEDY - Form 4

THOMPSON	G KENNED	Y								
Form 4 February 14, 2	018									
FORM	Л									PPROVAL
	• UNITE	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 20(b) of the Investment Company Act of 1940								
Check this if no longer subject to Section 16. Form 4 or Form 5 obligations may continue See Instruct	Filed p ue. Section 1									
1(b).										
(Print or Type Rea	sponses)									
1. Name and Address of Reporting Person <u>*</u> THOMPSON G KENNEDY			2. Issuer Name <b>and</b> Ticker or Trading Symbol INSTEEL INDUSTRIES INC [IIIN]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			-	(Check all applicable)			
1373 BOGGS DRIVE			(Month/Day/Year) 02/13/2018				X Director 10% Owner Officer (give title Other (specify below) below)			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>			
MOUNT AIR	Y, NC 27030	)						Form filed by M Person	Iore than One Re	porting
(City)	(State)	(Zip)	Table 1	I - Non-Der	ivative Se	ecuriti	ies Acq	uired, Disposed of	f, or Beneficial	ly Owned
		action Date 2A. Deemed Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or			)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	
Common				Code V	Amount	(D)	Price	(1150.5  and  4)		
Common Stock (Restricted Stock Units)	02/13/2018			А	1,684	A	\$ 0	1,684	D	
Common Stock								11,000	D	

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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Unde Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Other				
THOMPSON G KENNEDY 1373 BOGGS DRIVE MOUNT AIRY, NC 27030	Х							
Signatures								
James F. Petelle for G. Kenned Thompson	У	02/	/14/2018					
**Signature of Reporting Person			Date					
Explanation of Paananaaa								

## **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).

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.