

Chiang Tony P.
Form 4/A
March 01, 2013

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 *
Chiang Tony P.

(Last) (First) (Middle)

INTERMOLECULAR, INC., 3011
NORTH FIRST STREET

(Street)

SAN JOSE, CA 95134-2004

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INTERMOLECULAR INC [IMI]

3. Date of Earliest Transaction
(Month/Day/Year)
01/22/2013

4. If Amendment, Date Original Filed(Month/Day/Year)
01/25/2013

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chief Technology Officer

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

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, \$0.001 par value	01/22/2013		M		6,139 A \$ 0.1	69,339	D
Common Stock, \$0.001 par value	01/22/2013		S		6,139 D \$ 9.4883	63,200	D
Common Stock, \$0.001 par value	01/23/2013		M		2,260 A \$ 0.1	65,460	D

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Common Stock, \$0.001 par value	01/23/2013	S	2,260	D	\$ 9.4191	63,200	D
Common Stock, \$0.001 par value	01/24/2013	M	6,480	A	\$ 0.1	69,680	D
Common Stock, \$0.001 par value	01/24/2013	S	6,480	D	\$ 9.3305	63,200	D

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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 0.1	01/22/2013		M	6,139	<u>(1)</u> 06/14/2015	Common Stock	6,139	
Stock Option (right to buy)	\$ 0.1	01/23/2013		M	2,260	<u>(1)</u> 06/14/2015	Common Stock	2,260	
Stock Option (right to buy)	\$ 0.1	01/24/2013		M	6,480	<u>(1)</u> 06/14/2015	Common Stock	6,480	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chiang Tony P. INTERMOLECULAR, INC. 3011 NORTH FIRST STREET SAN JOSE, CA 95134-2004			Chief Technology Officer	

Signatures

/s/ Tony P.
Chiang

03/01/2013

**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).

The option was immediately exercisable in full on June 15, 2005; however, the shares vested pursuant to the following schedule:

- (1) Twenty-Five Percent (25%) of the shares subject to the original option (1,000,000 shares) vested on the first anniversary measured from May 9, 2005 (the "Vesting Commencement Date") and the remaining shares subject to the option vested in 36 successive, equal monthly installments thereafter on each monthly anniversary of the Vesting Commencement Date.

THIS AMENDED FORM 4 DOES NOT REFLECT ANY NEW TRANSACTIONS. IT IS BEING FILED SOLELY TO CORRECT

- (2) THE NUMBER OF SHARES IN THIS OPTION GRANT THAT REMAINED AFTER THIS OPTION EXERCISE, IN TABLE II, COLUMN 9.

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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