

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <u>Grant Richard N. Jr.</u>			2. Issuer Name and Ticker or Trading Symbol <u>INTEST CORP [ INTT ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>President &amp; CEO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>08/24/2023</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
C/O INTEST CORP 804 EAST GATE DR, SUITE 200			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)	MT. LAUREL NJ 08054		Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.					
(City)	(State)	(Zip)						

**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	08/24/2023		A		37,581 <sup>(1)</sup>	A	\$0	237,563	D	
Common Stock	08/24/2023		F		30,859 <sup>(2)</sup>	D	\$16.44	206,704	D	
Common Stock	08/24/2023		F		4,153 <sup>(3)</sup>	D	\$16.44	202,551	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Employee Stock Option (right to buy)	\$16.06							(4)	03/07/2033	Common Stock	16,988	16,988	D	
Employee Stock Option (right to buy)	\$9.76							(5)	03/08/2032	Common Stock	25,692	25,692	D	
Employee Stock Option (right to buy)	\$10.62							(6)	03/09/2031	Common Stock	112,000	112,000	D	

**Explanation of Responses:**

- These shares were awarded to Mr. Grant upon the vesting of a performance-based restricted stock award granted to him under the Issuer's Third Amended and Restated 2014 Stock Plan in a transaction exempt under Rule 16b-3.
- These shares were withheld to cover tax withholding obligations upon the vesting of a performance-based restricted stock award.
- These shares were withheld to cover tax withholding obligations upon the vesting of a time-based restricted stock award.
- This option vests in four equal annual installments commencing on March 8, 2024.
- This option vests in four equal annual installments commencing on March 9, 2023.
- This option vests in four equal annual installments commencing on March 10, 2022.

/s/ Richard N. Grant, Jr. 08/28/2023

\*\* Signature of Reporting Person Date

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

\* 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.