FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number: 3235-02									
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hours per response:	0.5								

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*  Goodrich Michael F.					<u>IN</u>	2. Issuer Name and Ticker or Trading Symbol INTEST CORP [ INTT ]									(Ch	Relationship eck all appli Directo	cable)	ng Pers	son(s) to Iss 10% Ov Other (s	vner	
(Last) C/O INT	(FI EST CORF	•	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 03/06/2024										below)			below)			
804 EAST GATE DR, SUITE 200						4. If Amendment, Date of Original Filed (Month/Day/Year)										6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) MT. LAU	JREL N	J	08054											X Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City)	(City) (State) (Zip)				Rı	Rule 10b5-1(c) Transaction Indication															
						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.															
		Tab	le I - Nor	n-Deriv	ative	Se	curitie	s Ac	quir	ed, D	isp	osed c	of, or	Ben	eficial	ly Owned	t				
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)						Execution Date,			r, Transaction Dispo		Dispose	urities Acquired (A) o sed Of (D) (Instr. 3, 4 a			5. Amount of Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
									Co	ode \	/	Amount	(A (C	A) or D)	Price	Transac (Instr. 3	tion(s)			(Instr. 4)	
Common Stock 03/06/2						/2024			A		2,356	(1)	A	\$0	10	0,587		D			
Common Stock 03/06/2					5/2024	/2024			Α		2,354			\$0	12,941		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. Deeme Execution if any (Month/Da	Date,	4. Transactic Code (Inst				6. Date Exercisab Expiration Date (Month/Day/Year)			Amount of			8. Price of Derivative Security (Instr. 5)	e derivative	e ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exerc	cisable		xpiration ate	Title		Amount or Number of Shares						
Employee Stock Option (right to buy)	\$11.33	03/06/2024			A		4,068		(	(3)	03	3/05/2034	Comm Stock		4,068	\$0	4,068	3	D		

## Explanation of Responses:

- 1. These restricted shares were granted pursuant to the inTEST Corporation 2023 Stock Incentive Plan (the "Plan") in a transaction exempt under Rule 16b-3 and will vest in four equal annual installments commencing on March 6, 2025.
- 2. These performance-based restricted shares were granted pursuant to the Plan in a transaction exempt under Rule 16b-3 and will vest on March 6, 2027 dependent upon certain performance criteria. The amount shown reflects the number of shares that will vest at target performance. The maximum number of shares that may vest pursuant to the performance criteria is 3,531.
- 3. This option was granted pursuant to the Plan in a transaction exempt under Rule 16b-3 and will vest in four equal annual installments commencing on March 6, 2025.

03/0<u>8/2024</u> /s/ Michael F. Goodrich

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.