#### **GERARDI FRANK**

Form 4

August 29, 2008

## FORM 4

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

OMB Number: 3235-0287

burden hours per

response...

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005 Estimated average

0.5

**OMB APPROVAL** 

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

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 Ad GERARDI F	RANK	Ç -	2. Issuer Name and Ticker or Trading Symbol IGI INC [IG]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	DirectorX 10% Owner				
C/O UNIVEST MANAGEMENT, INC. ESPS, 149 WEST VILLAGE			08/12/2008	Officer (give title Other (specifield) below)				
WAY								
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check				
JUPITER, FL 33458			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zin)						

(City)	(State)	(Zip) Table I - Non-Derivative Securities A					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)	Deemed 3. ution Date, if Transacti Code		4. Securities Acquired n(A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Amount (D) Price		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)		
Common Stock	08/12/2008(1)		L	200		\$ 1.92	2,058,623	I	By: Univest Management, Inc. Employee Profit Sharing Plan		
Common Stock	08/14/2008(1)		L	100	A	\$ 1.95	2,058,723	I	By: Univest Management, Inc. Employee Profit Sharing Plan		
	08/15/2008(1)		L	700	A		2,059,423	I			

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Common Stock					\$ 1.82			By: Univest Management, Inc. Employee Profit Sharing Plan
Common Stock	08/20/2008 <u>(1)</u>	L	2,238	A	\$ 1.7	2,061,661	I	By: Univest Management, Inc. Employee Profit Sharing Plan
Common Stock	08/21/2008 <u>(1)</u>	L	300	A	\$ 1.7	2,061,961	I	By: Univest Management, Inc. Employee Profit Sharing Plan
Common Stock	08/25/2008(1)	L	100	A	\$ 1.88	2,062,061	I	By: Univest Management, Inc. Employee Profit Sharing Plan
Common Stock	08/26/2008(1)	L	200	A	\$ 1.82	2,062,261	I	By: Univest Management, Inc. Employee Profit Sharing Plan
Common Stock	08/26/2008(1)	L	100	A	\$ 1.8	2,062,361	I	By: Univest Management, Inc. Employee Profit Sharing Plan
Common Stock	08/27/2008	P	4,900	A	\$ 1.79	2,067,261	I	By: Univest Management, Inc. Employee Profit Sharing Plan
Common Stock						192,432	D	

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

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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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	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transact Code (Instr. 8)	orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	<b>:</b>		Amou Under Securi (Instr.	lying	Derivative Security (Instr. 5)	Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
GERARDI FRANK C/O UNIVEST MANAGEMENT, INC. ESPS 149 WEST VILLAGE WAY JUPITER, FL 33458		X				
<b>O'</b>						

## **Signatures**

/s/ Frank
Gerardi

\*\*Signature of Reporting Person

O8/29/2008

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) Reporting of this transaction was deferred pursuant to Rule 16a-6.

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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