Edgar Filing: INTRUSION INC - Form 4

INTRUCION INC

Form 4 March 15, 20												
								OMB APPROVAL				
	UNITED STATES SECURITIES AND EXCHANGE COMMISSIO Washington, D.C. 20549						COMMISSION	OMB Number:	3235-0287			
Check thi if no long subject to Section 1 Form 4 or Form 5 obligation may cont	6. Filed	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							e Act of 1934, 1935 or Section	Expires: January 31, 2005 Estimated average burden hours per response 0.5		
<i>See</i> Instru 1(b).		30(h) of the In	vestme	nt (Company	Act	of 194	-0			
(Print or Type F	Responses)											
PAXTON MICHAEL L Syn			Symbol	2. Issuer Name and Ticker or Trading Symbol INTRUSION INC [INTZ]					5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 3. Dat (Mon			(Month/D	(1 - 1) / (1 -					Director X Officer (give below)			
				nth/Day/Year)					 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
RICHARDS	SON, TX 7508	31							Form filed by M Person	Iore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non	-De	erivative S	ecurit	ies Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	(Month/Day/Year) Execution Date, if		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V 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)					
Common Stock (1)	03/15/2007			Р		92,593	A A	\$ 0.54	578,218	D		

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

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: INTRUSION INC - Form 4

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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	ate	7. Title Amoun Underl Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu 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 / Addr	ess			
	Director	10% Owner	Officer	Other
PAXTON MICHAEL L 1101 E. ARAPAHO RD. RICHARDSON, TX 75081			Vice President & CFO	
Signatures				
/s/ Michael L. Paxton	03/15/2007			

<u>**</u>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).
- (1) Purchased in a private placement on March 15, 2007 at \$0.54 per share. Pricing was based on 110% of the average closing price per share for the twenty trading days ended on March 15, 2007.

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.