

VISHAY INTERTECHNOLOGY INC
 Form 5
 January 16, 2008

FORM 5

**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).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
ZANDMAN FELIX

(Last) (First) (Middle)

C/O VISHAY INTERTECHNOLOGY, INC., 63 LANCASTER AVENUE

(Street)

MALVERN, PA 19355

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
VISHAY INTERTECHNOLOGY INC [VSH]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 Exec. Chairman

6. Individual or Joint/Group Reporting

(check applicable line)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	06/26/2007		C ⁽¹⁾	1,000 A \$ 0	153	D	
Common Stock	06/26/2007		G	1,000 D \$ 0	153	D	

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

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SEC 2270 (9-02)

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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)		
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class B Common Stock	\$ 0	06/27/2007	Â	C ⁽¹⁾	Â	1,000	Â	Â ⁽³⁾	Â ⁽³⁾	Common Stock	1,000
Class B Common Stock	\$ 0	12/31/2007	Â	J ⁽²⁾	Â	0	Â	Â ⁽³⁾	Â ⁽³⁾	Common Stock	8,000,100
Class B Common Stock	\$ 0	12/31/2007	Â	J ⁽⁴⁾	Â	0	Â	Â ⁽³⁾	Â ⁽³⁾	Common Stock	5,644,482

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZANDMAN FELIX C/O VISHAY INTERTECHNOLOGY, INC. 63 LANCASTER AVENUE MALVERN, PA 19355	Â X	Â	Â	Exec. Chairman Â

Signatures

/s/ Felix Zandman 01/16/2008

**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) Automatic conversion upon gift.
- (2) As of December 31, 2007, Dr. Zandman owns 8,000,100 shares of Class B Common Stock indirectly through a family trust.
- (3) Pursuant to the terms of the Company's Amended and Restated Certificate of Incorporation, shares of Class B Common Stock are convertible to shares of Common Stock at any time from time to time at the option of their holder without any charge to the holder.
- (4) As of December 31, 2007, Dr. Zandman owns 5,644,482 shares of Class B Common Stock indirectly as trustee of a voting trust.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.