

INTRICON CORP  
Form 8-K  
March 02, 2012

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

**Date of Report (Date of earliest event reported) March 1, 2012**

**INTRICON CORPORATION**

(Exact name of registrant as specified in its charter)

Pennsylvania                      1-5005                      23-1069060  
(State or other jurisdiction of      (Commission File Number) (IRS Employer Identification No.)  
incorporation)

**1260 Red Fox Road, Arden Hills, MN 55112**

(Address of principal executive offices) (Zip Code)

**Registrant's telephone number, including area code (651) 636-9770**

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 1.01 Entry into a Material Definitive Agreement.**

On March 1, 2012, the Company and its domestic subsidiaries entered into a Third Amendment to Loan and Security Agreement and Waiver with The PrivateBank and Trust Company. The amendment amended the Loan and Security Agreement dated as of August 13, 2009, as amended, with The PrivateBank and Trust Company to:

- waive defaults arising due to non-compliance by the borrowers with the minimum EBITDA, leverage ratio and fixed charge coverage ratio financial covenants as of the December 31, 2011 measurement date; and
  
- amend the definition of EBITDA and modify the Company's minimum EBITDA, leverage ratio and fixed charge coverage ratio financial covenants, in each case effective as of January 31, 2012.

The foregoing description of the amendment does not purport to be complete and is qualified in its entirety by reference to such document, which the Company expects to file as an exhibit to its Annual Report on Form 10-K for the year ended December 31, 2011.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

INTRICON CORPORATION

By: /s/ Scott Longval

Name: Scott Longval

Title: Chief Financial Officer

Date: March 1, 2012