INTERLINK ELECTRONICS INC

Form 4 July 24, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

> January 31, Expires: 2005

OMB APPROVAL

3235-0287

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Check this box if no longer subject to 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

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person *

MARXE AUSTIN W & GREENHOUSE DAVID M

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

INTERLINK ELECTRONICS INC [LINK]

(Check all applicable)

(Last) (First) (Middle)

(Month/Day/Year) 07/20/2007

Director Officer (give title below)

X 10% Owner Other (specify

C/O SPECIAL SITUATIONS FUNDS, 527 MADISON AVENUE, **SUITE 2600**

(Street)

(City)

4. If Amendment, Date Original

Filed(Month/Day/Year)

3. Date of Earliest Transaction

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

NEW YORK, NY 10022

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

(State)

Execution Date, if

(Month/Day/Year)

(Zip)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

(A)

Reported Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price

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

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

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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 orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amo Underlying Secu (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	An Nu Sha
Warrants	\$ 1.51	07/20/2007		P	1,149,603	07/20/2007	07/20/2012	Common Stock	1,
Convertible Bonds	\$ 1.26	07/20/2007		P	2,897,000 (2)	07/20/2007	07/20/2010	Common Stock	2,

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

MARXE AUSTIN W & GREENHOUSE DAVID M C/O SPECIAL SITUATIONS FUNDS 527 MADISON AVENUE, SUITE 2600 NEW YORK, NY 10022

X

Signatures

Austin W.

Marxe 07/24/2007

**Signature of Date
Reporting Person

David M.

Greenhouse 07/24/2007

**Signature of Date
Reporting Person

Explanation of Responses:

Tech II is limited to the extent of his pecuniary interest.

- * 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).

This is a joint filing by Austin W. Marxe (Marxe) and David M. Greenhouse (Greenhouse). They share voting and investment control over all securities owned by Special Situations Fund III QP, L.P. (QP), Special Situations Technology Fund, L.P. (Tech) and Special

(1) Situations Technology II, L.P. (Tech II), respectively. 225,794 warrants are held by QP, 117,857 warrants are held by Tech and 805,952 warrants are held by Tech II. The interest of Marxe and Greenhouse in the shares of Warrants owned by SSQP, Tech and Tech II is limited to the extent of his pecuniary interest.

This is a joint filing by Austin W. Marxe (Marxe) and David M. Greenhouse (Greenhouse). They share voting and investment control over all securities owned by Special Situations Fund III QP, L.P. (QP), Special Situations Technology Fund, L.P. (Tech) and Special Situations Technology II, L.P. (Tech II), respectively. 569,000 CB converted into 451,587 shares of Common Stock are held by QP, 297,000 CB converted into 235,714 shares of Common Stock are held by Tech and 2,031,000 CB converted into 1,611,905 shares of Common Stock are held by Tech II. The interest of Marxe and Greenhouse in the shares of Convertible Bonds owned by SSQP, Tech and

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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