П

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
|--|
| Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| Instruction 1(b). |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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| Estimated average burde | en | |
| hours per response: | | 0.5 |
| | | |

| | ss of Reporting Person | n* | 2. Issuer Name and Ticker or Trading Symbol VOXX International Corp [VOXX] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--------------|-------------------------|----------|--|--|------------------------------------|-----------------------|--|--|--|
| LESSER PET | <u>EK A</u> | | | X | Director | 10% Owner | | | |
| | (First) ERNATIONAL C | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 06/03/2013 | | Officer (give title below) | Other (specify below) | | | |
| 180 MARCUS E | SLVD. | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicabl | | | | | |
| (Street) | | | | X | Form filed by One Reporting Person | | | | |
| HAUPPAUGE | AUPPAUGE NY 11788 | | | | Form filed by More thar Person | n One Reporting | | | |
| (City) | (State) | (Zip) | | | | | | | |

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) | | 4. Securities Acquired (A) or Transaction Code (Instr. 3, 4 and 5) | | | | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------|--|---|-------------------------|---|--------|---------------|---------|---|---|-----------|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (1150. 4) |
| Class A Common Stock | 06/03/2013 | | М | | 5,000 | Α | \$7.75 | 5,000 | D | |
| Class A Common Stock | 06/03/2013 | | S ⁽¹⁾ | | 5,000 | D | \$11.12 | 0 | D | |

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. Transa Code (8) | | of I | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|------|-------|--|--------------------|--|--|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Option (Right to Buy) | \$7.75 | 06/03/2013 | | x | | | 5,000 | 02/29/2012 | 02/28/2014 | Class A Common | 5,000 | \$0 | 0 ⁽²⁾ | D | |

Explanation of Responses:

1. This transaction was executed pursuant to a 10b-5 trading plan entered into on August 15, 2011. It was executed in multiple trades at prices ranging from \$11.00 to \$11.35. The price reported above reflects the weighted average sale price. The reported person hereby undertakes to provide upon request to the SEC staff, VOXX or a shareholder of VOXX full information regarding the number of shares and prices at which the transaction was effected.

2. Option to Purchase Class A Common Stock at an exercise price of \$7.75 per share with an exercise date of 2/29/2012 and an expiration date of 2/28/2014.

Remarks:

/s/ Peter Lesser

** Signature of Reporting Person

06/05/2013 Date

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

* 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).

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

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 Number.