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

SCHEDULE 14A INFORMATION

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No.)**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to § 240.14a-12

INTERSECT ENT, INC.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box)

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

1. Title of each class of securities to which transaction applies:

2. Aggregate number of securities to which transaction applies:

3. Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):

4. Proposed maximum aggregate value of transaction:

5. Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

6. Amount Previously Paid:

7. Form, Schedule or Registration Statement No.:

8. Filing Party:

9. Date Filed:

PROXY STATEMENT SUPPLEMENT

INTERSECT ENT, INC.
1555 Adams Drive
Menlo Park, California 94025

May 6, 2019

To the Stockholders of Intersect ENT, Inc.:

We are providing you with this proxy statement supplement to provide additional information resulting from events that occurred subsequent to the distribution of our proxy statement for our upcoming 2019 Annual Meeting of Stockholders (the “2019 Annual Meeting”), which will be held on June 4, 2019, at 9:00 a.m. local time, at our corporate headquarters located at 1555 Adams Drive, Menlo Park, California 94025.

Departure of Lisa D. Earnhardt

On May 6, 2019, Lisa D. Earnhardt, our President and Chief Executive Officer, informed us that she was resigning as our President and Chief Executive Officer, effective June 5, 2019. Ms. Earnhardt will continue to serve as a member of our Board of Directors.

Appointment of Kieran T. Gallahue as Executive Chairman of the Board and, potentially, Interim President and Chief Executive Officer

Our Board of Directors appointed one of our directors, Kieran T. Gallahue, as our Executive Chairman, effective May 7, 2019. In addition, the Board also took action so that, in the event we have not recruited a new President and Chief Executive Officer by the effective date of Ms. Earnhardt’s resignation, Mr. Gallahue will serve as our Interim President and CEO until we find a replacement for Ms. Earnhardt. Information regarding Mr. Gallahue, including his biography, may be found in the proxy statement.

By Order of the Board of Directors,

/s/ David A. Lehman

David A. Lehman
Secretary

Menlo Park, California
May 6, 2019

Important Notice Regarding the Availability of Proxy Materials for the 2019 Annual Meeting of Stockholders to Be Held on June 4, 2019: The Notice of 2019 Annual Meeting of Stockholders, Proxy Statement for the 2019 Annual Meeting and our Annual Report on Form 10-K for the fiscal year ended December 31, 2018, are available at our website at www.proxyvote.com.