Edgar Filing: MATERIAL SCIENCES CORP - Form 4

MATERIAL SC Form 4 June 01, 2007	TIENCES CO	RP	-								
FORM 4	1								OMB A	PPROV	AL
	UNITED	STATES		RITIES A			COMMISSIO		OMB Number:		-0287
Check this bo if no longer									Expires:	Janua	ry 31, 2005
subject to Section 16. Form 4 or	AENT OI	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Estimated average burden hours per response		0.5	
Form 5 obligations may continue <i>See</i> Instructio 1(b).	Section 17(a) of the l	Public U		ding Com	pany Act	nge Act of 1934 of 1935 or Secti 940	,			
(Print or Type Resp	onses)										
1. Name and Address of Reporting Person <u>*</u> Licavoli Sam			2. Issuer Name and Ticker or Trading Symbol			Frading	5. Relationship of Reporting Person(s) to Issuer				
			MATERIAL SCIENCES CORP [MSC] (Check all applic					all applicabl	e)		
				3. Date of Earliest Transaction (Month/Day/Year)			X Director Officer (gi below)	ve tit		% Owner er (specify	1
165 WESTSHORE DR. 0			06/01/2007			below)		below)			
			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 					
JEROME, MI 4	9249						Form filed by Person				
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative S	Securities A	cquired, Disposed	of, o	or Beneficia	lly Owne	ed
	ransaction Date nth/Day/Year)		Date, if	Code (Instr. 8)		A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	For (D) (I)	Ownership m: Direct or Indirect str. 4)	7. Natur Indirect Benefici Ownersh (Instr. 4)	al 11p
Reminder: Report of	on a separate line	e for each cl	ass of sec	urities benet	ficially own	ed directly of	or indirectly.				
					inform require	ation cont ed to respo /s a curre	spond to the colle tained in this forr ond unless the fo ntly valid OMB co	n ar orm	e not	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pi
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onof	Expiration Date	Underlying Securities	Deri
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	Secu

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(Instr. 3)	Price of Derivative Security	(M	lonth/Day/Year)	(Instr.	8)	Securi Acqui (A) or Dispo of (D) (Instr. and 5)	red sed 3, 4,					(In
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	\$ 0 <u>(1)</u>	06/01/2007		А		801		06/01/2007(2)	(3)	Common Stock	801	S

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Licavoli Sam 165 WESTSHORE DR. JEROME, MI 49249	Х							
Signatures								
Jim								

Froisland-CFO	06/01/2007
<u>**</u> 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).
- (2) Units, issued under the 2007 Non-Employee Director Plan, vest immediately, but are distributed five years from grant date.
- (3) Unless earlier redeemed pursuant to terms of the plan, the grant will automatically be redeemed on the fifth anniversary of the grant date.
- (1) Conversion price of phantom stock units is 1-for-1.

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