

MATERION Corp
Form 5
January 31, 2014

FORM 5

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).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP OF SECURITIES**

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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
GRAMPA JOHN D

(Last) (First) (Middle)

6070 PARKLAND BLVD.

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol
MATERION Corp [MTRN]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2013

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Vice President Finance and CFO

6. Individual or Joint/Group Reporting

(check applicable line)

MAYFIELD HTS., OH 44124

☒ Form Filed by One Reporting Person
☐ Form Filed by More than One Reporting
Person

(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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/01/2012	Â	A4 ⁽¹⁾	52 A	\$ 21.24	25,418	D Â
Common Stock	09/04/2012	Â	A4 ⁽¹⁾	52 A	\$ 21.36	25,470	D Â
Common Stock	12/04/2012	Â	A4 ⁽¹⁾	52 A	\$ 20.92	25,522	D Â
Common Stock	03/06/2013	Â	A4 ⁽¹⁾	38 A	\$ 28.32	25,560	D Â

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Common Stock	06/04/2013	Â	A4 ⁽¹⁾	38	A	\$ 31.39	25,598	D	Â
Common Stock	09/04/2013	Â	A4 ⁽¹⁾	41	A	\$ 29.31	25,639	D	Â
Common Stock	12/03/2013	Â	A4 ⁽¹⁾	42	A	\$ 27.97	25,681	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	695	I	Held in 401(k) Plan
Common Stock	Â	Â	Â	Â	Â	Â	9,286	I	Held in trust

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

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of Derivative Securities (Instr. 5)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
GRAMPA JOHN D 6070 PARKLAND BLVD. MAYFIELD HTS.,Â OHÂ 44124	Â Â Â Vice President Finance and CFO Â

Signatures

Susan J.
MacDonald/atty-in-fact
01/31/2014

__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).
- (1) Reflects dividend equivalents acquired under the dividend equivalent feature of the Issuer's 2006 Stock Incentive Plan (as Amended and Restated as of May 4, 2011.)

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