**MATERION Corp** Form 4 November 19, 2013

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

3235-0287 Number: January 31, Expires:

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * LAWRENCE WILLIAM B			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			MATERION Corp [MTRN]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	· · · · · · · · · · · · · · · · · · ·		
6070 PARKL	AND BLVI	).	(Month/Day/Year) 11/18/2013	X Director 10% Owner Officer (give title below) Other (specify below)		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		

#### MAYFIELD HTS., OH 44124

	Form filed by More than One Reporting
	Person
Table I - Non-Derivative Securities Acq	uired, Disposed of, or Beneficially Owned

\_X\_ Form filed by 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 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	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)		
Common stock	11/18/2013		M	649	A	\$ 16.1	9,347	D	
Common stock	11/18/2013		D	351	D	\$ 29	8,996	D	
Common Stock	11/19/2013		M	53	A	\$ 16.1	9,049	D	
Common Stock	11/19/2013		D	40	D	\$ 29	9,009	D	
Common stock							11,987.776	I	see footnote (1)

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

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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 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. Transactic Code (Instr. 8)	onof		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 16.1	11/18/2013		M	649		11/05/2004	05/05/2014	Common Stock	649
Stock options	\$ 16.1	11/18/2013		D		351	11/05/2004	05/05/2014	Common Stock	149
Stock Options	\$ 16.1	11/19/2013		M	53		11/05/2004	05/05/2014	Common Stock	53
Stock Options	\$ 16.1	11/19/2013		D		40	11/05/2004	05/05/2014	Common Stock	40

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
reporting o wher runne, runne os	Director	10% Owner	Officer	Other			
LAWRENCE WILLIAM B 6070 PARKLAND BLVD. MAYFIELD HTS., OH 44124	X						

## **Signatures**

Susan J. MacDonald / Atty
in fact 11/19/2013

\*\*Signature of Reporting Person Date

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### **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) Acquired and held by trust for the Amended and Restated Materion Corporation Non-employee Director Equity Plan.

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.