### Edgar Filing: MTS SYSTEMS CORP - Form 4

MTS SYSTE	EMS CORP										
Form 4											
July 07, 2014	4										
FORM	14						NOLO		OMB A	PROVAL	
. •	UNITE	D STATES					NGE C	COMMISSION	OMB	3235-0287	
Check th	is box		vvas	shington,	D.C. 20	549			Number:	January 31,	
if no long	ger STATE	MENT O	<b>Г СНА</b> М	CES IN	PENEEI	CTA	LOW	NEDSHID OF	Expires:	2005	
subject to	5		F CHAN	GES IN BENEFICIAL OWNERSHIP OF SECURITIES				VERSHIP OF	Estimated average		
Section 1 Form 4 o								burden hours per			
Form 5		ursuant to	Section 1	6(a) of the	- Securit	ies F	vchang	e Act of 1934,	response	0.5	
obligatio	ns Section 1						•	1935 or Section	n		
may cont	linue.			vestment	•	· ·	•				
See Instruction 1(b).	uction	()			F	<i>J</i>		-			
(Print or Type I	Responses)										
	Address of Reportir	ng Person <sup>*</sup>	2. Issuer	r Name and Ticker or Trading				5. Relationship of Reporting Person(s) to			
GRAVES JEFFREY A Symbol								Issuer			
			MTS SY	YSTEMS	CORP [	MTS	C]	(Chec	k all applicable	.)	
(Last)	(First)	(Middle)	3. Date of	Earliest Tr	ansaction			(ener	ii uii uppiituoit	)	
			(Month/D	ay/Year)			_X_ Director10% Owner				
14000 TECHNOLOGY DRIVE 07/02/2			.014				XOfficer (give titleOther (specify below) below)				
								· · · · · · · · · · · · · · · · · · ·	ident and CEO		
	(Street)		4. If Ame	ndment, Da	te Origina	1		6. Individual or Jo	oint/Group Filir	g(Check	
			nth/Day/Year)				Applicable Line)				
				•				_X_ Form filed by C			
EDEN PRA	IRIE, MN 5534	44						Form filed by M Person	lore than One Re	porting	
(City)	(State)	(Zip)				~					
(eng)	(State)	(Erb)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of	2. Transaction D			3.	4. Securi		-	5. Amount of	6. Ownership		
Security (Instr. 3)	(Month/Day/Yea	on Date, if	n Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)				Securities Beneficially	Form: Direct (D) or	Indirect Beneficial		
(1130.3)		any (Month/	Day/Year)	(Instr. 8)	(1130. 5,	+ and	5)	•	· /	Ownership	
								Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported Transaction(s)			
						or		(Instr. 3 and 4)			
C				Code V	Amount	(D)	Price	(			
Common	07/02/2014			М	3,200	А	<u>(1)</u>	8,953	D		
Stock											
Common	07/02/2014			F	1,076	D	\$	7,877	D		
Stock	0110212014			1	1,070	D	69.78	7,077	D		

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

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 control number.

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# 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. Transacti Code (Instr. 8)	5. Number on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Restricted Stock Unit	(2)	07/02/2014		М	3,200	(3)	(3)	Common Stock	3,200	\$

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
GRAVES JEFFREY A 14000 TECHNOLOGY DRIVE EDEN PRAIRIE, MN 55344	Х		President and CEO				
Signatures							
/s/ Catherine Powell, Attorney-in-Fact		07/07/2014					
**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) Each restricted stock unit was the economic equivalent of one share of the Issuer's common stock. The restricted stock units were settled for an equal number of shares of the Issuer's common stock.
- (2) Each restricted stock unit represents a contingent right to receive one share of common stock.
- (3) The restricted stock units originally granted on July 2, 2012 vest in three equal annual installments beginning July 2, 2013.

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.