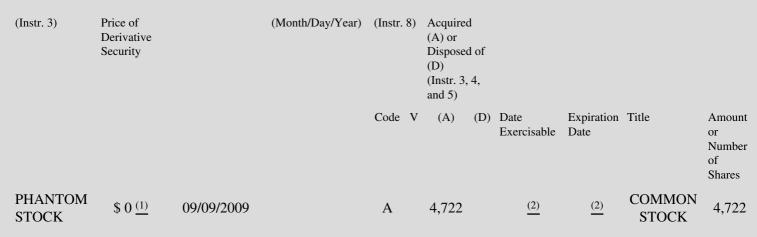
Edgar Filing: Schiano Dominick - Form 4

Schiano Do	minick									
Form 4										
September (09, 2009									
FORM	Λ4	~	~~~~~			~~~			PPROVAL	
	UNITED	STATES			AND EX 1, D.C. 20		E COMMISSION	NOMB Number:	3235-0287	
Check the check								Expires:	January 31,	
if no longer subject to STATEMENT OF CHAN							Estimated average			
Section	16.			SECU	RITIES			burden hou		
Form 4 Form 5	orm 4 or					response	. 0.5			
obligatio	-	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								
may cor	ntinue. Section 17(•	•	• •		on		
See Inst	ruction	50(II)	of the I	iivestinen	t Compan	y Act of 1	1940			
1(b).										
(Print or Type	Responses)									
1. Name and	Address of Reporting	Person *	2. Issue	er Name an	d Ticker or	Trading	5. Relationship c	of Reporting Per	cson(s) to	
Schiano Dominick			Symbol				Issuer			
			MATERIAL SCIENCES CORP				(Check all applicable)			
			[MASC]							
(Last)	(First) (A	Middle)	3. Date of	of Earliest T	Transaction		X Director		% Owner	
				(Month/Day/Year)			Officer (give title Other (specify below) below)			
30275 OAKLEAF LANE			09/01/2009							
(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)			1	6. Individual or Joint/Group Filing(Check				
						Applicable Line)				
							X Form filed by Form filed by	One Reporting P More than One R		
FRANKLI	N, MI 48025						Person		epotting	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned	
1.Title of	2. Transaction Date	2A. Deem	ed	3.	4. Securiti			6. Ownership	7. Nature of	
Security	(Month/Day/Year)) Execution Date, if any (Month/Day/Year)		Code Disposed of (D)		Securities	Form: Direct Indirect			
(Instr. 3)							Owned (I)	(D) or Indirect	Ownership	
						und 5)		(Instr. 4)	(Instr. 4)	
						(A)	Reported			
						or	Transaction(s) (Instr. 3 and 4)			
				Code V	Amount	(D) Price	(Insure and I)			
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	ficially own	ed directly	or indirectly.			
					Perso	ns who res	spond to the colle		SEC 1474	
							tained in this form		(9-02)	
							ond unless the for ntly valid OMB co			
					numbe		,			

 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
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)



Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Schiano Dominick 30275 OAKLEAF LANE FRANKLIN, MI 48025	Х						
Signatures							
/s/ JAMES M. FROISLAND, CFO, attorney 09/09/2009							

in fact

**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).
- CONVERSION PRICE OF PHANTOM STOCK UNITS 1-FOR-1. (1)
- UNITS, ISSUED UNDER THE 2006 NON-EMPLOYEE DIRECTOR PLAN, VEST IMMEDIATELY, BUT ARE DISTRIBUTED (2) FIVE YEARS FROM GRANT DATE UNLESS EARLIER REDEEMED PURSUANT TO TERMS OF THE 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.