### Edgar Filing: HOHMANN FRANK L III - Form 4

HOHMANN Form 4 October 14,	N FRANK L III									
								OMB	APPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							-	3235-0287		
Check th if no lon	ger		0					Expires:	January 31,	
subject t Section Form 4 o Form 5	S	SECUR	ITIES			VNERSHIP OF	Estimate	ed average nours per		
Form 5 obligations may continue. See Instruction 1(b). 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										
(Print or Type	Responses)									
1. Name and A HOHMAN	Symbol	er Name <b>and</b> Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
		MATERIA [MASC]	AL SCI	ENCES	COF	ΥΡ	(Cho	eck all applica	ble)	
(Last)	(First) (Middle)	<ol> <li>Date of E (Month/Day)</li> </ol>	of Earliest Transaction /Day/Year)				_X_Director _X_10% Owner Officer (give titleOther (specify below)below)			
	ARA NIMS, /IS POLK & LL	10/13/201	.1				below)	below)		
			endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
NEW YOR	K, NY 10017							More than One		
(City)	(State) (Zip)	Table I	l - Non-D	erivative	Secur	ities Ac	quired, Disposed	of, or Benefic	ially Owned	
1.Title of Security (Instr. 3)	Security (Month/Day/Year) Execution Date, if		Code (D)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
		C	Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
Common Stock	10/13/2011		S	3,000	D		1,512,412	D		
Common Stock	10/14/2011		S	3,000	D	\$ 7.73 (1)	1,509,412	D		
Common Stock							21,000	I	By charitable Foundation	
Common							5,000	Ι	Trust for	

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Stock Common Stock						10,700	Ι	C	hter $\frac{(2)}{(2)}$	
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.										
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. Transactio Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount		9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
								Alloulu		

				1 mount
	Date	Evaluation		or
	Date	Expiration	Title	Number
	Exercisable	Date		of
Code V (A)	(D)			Shares

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
HOHMANN FRANK L III C/O BARBARA NIMS, ESQ. DAVIS POLK & WARDWELL NEW YORK, NY 10017	Х	Х					
Signatures							
/s/ JAMES D. PAWLAK, CFO, a in fact	10/14/2011						
**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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$7.67 to 7.85, inclusive. The reporting person undertakes to provide to Material Sciences Corporation, any security holder of Material Sciences Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold

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at each separate price within the ranges set forth in footnotes (1) to this Form 4.

(2) The reporting person disclaims beneficial ownership of these shares, except to the extent of his pecuniary interest therein.

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.