

METHODE ELECTRONICS INC
 Form 4
 October 09, 2015

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DUDA DONALD W

2. Issuer Name and Ticker or Trading Symbol
METHODE ELECTRONICS INC [MEI]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
7401 WEST WILSON AVENUE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/07/2015

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

CHICAGO, IL 60706-4548

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/07/2015		A		120,000	A	① 811,364
Common Stock	10/07/2015		A		270,000	A	② 691,364
Common Stock						I	807 Held in Methode 401(k) Plan

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

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SEC 1474 (9-02)

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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. 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 or Value of Underlying Securities (Instr. 3 and 4)
Options	\$ 8.64					07/02/2015 07/02/2022	Common Stock	13,333
Options	\$ 17.27					07/01/2016 07/01/2023	Common Stock	26,667
Options	\$ 37.01					07/07/2017 07/07/2024	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DUDA DONALD W 7401 WEST WILSON AVENUE CHICAGO, IL 60706-4548	X		Chief Executive Officer	

Signatures

Douglas A. Koman as Attorney-in-Fact for Donald W. Duda 10/09/2015

**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) Restricted Stock Units granted under the terms of the Methode Electronics, Inc. 2014 Omnibus Incentive Plan. The Restricted Stock Units are subject to a five-year vesting period, with 30% vesting on 4/28/2018, 30% vesting on 4/27/2019 and 40% vesting on 5/2/2020.
- (2) Restricted Stock Award granted under the terms of the Methode Electronics, Inc. 2014 Omnibus Incentive Plan. The restricted stock will be eligible to be earned based on the Company's fiscal 2020 EBITDA, subject to certain adjustments

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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