### Edgar Filing: MATTHEWS INTERNATIONAL CORP - Form 4

MATTHEWS INTERNATIONAL CORP Form 4 November 15, 2016

November 1:	5, 2016											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION										OMB APPROVAL		
Washington, D.C. 20549								OMB Number:	3235-0287			
Check the if no long	ter								Expires:	January 31, 2005		
subject to Section 1 Form 4 o	6. <b>STATEN</b>	ATEMENT OF CHANGES IN BENEFICIAL OW SECURITIES						NERSHIP OF	Estimated average burden hours per response 0			
Form 5 obligation may cont <i>See</i> Instru 1(b).	ns Section 17(a	a) of the	Public Ut		ling Con	npan	y Act of	e Act of 1934, 1935 or Section 0	1			
(Print or Type F	Responses)											
DUNN BRIAN J S			Symbol	Name and			-	5. Relationship of Reporting Person(s) to Issuer				
	MATTHEWS INTERNATIONAL CORP [MATW]					(Check all applicable)						
(Last)	(Last) (First) (Middle) 3. Date o (Month/I 11/11/2				ansaction			Director 10% Owner X Officer (give title Other (specify below) below) EVP, Strategy & Corp. Devel				
				endment, Date Original nth/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting Person</li> </ul>				
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security       2. Transaction Date (Month/Day/Year)       2A. Deemed Execution Date Execution Date any (Month/Day)		n Date, if	Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) ay/Year) (Instr. 8) (A) or			d of (D) 5)	Beneficially(D) orOwnedIndirect (I)Following(Instr. 4)ReportedTransaction(s)(Instr. 3 and 4)					
Class A				Code V	Amount	(D)	Price					
Common Stock	11/11/2016			F <u>(1)</u>	39	D	\$ 66.65	65,354	D			
Class A Common Stock	11/13/2016			F <u>(1)</u>	1,794	D	\$ 66.95	65,354	D			

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

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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)	4. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
L O	Director	10% Owner	Officer	Other			
DUNN BRIAN J							
			EVP, Strategy & Corp. Devel				

# **Signatures**

Brian J. Dunn 11/15/2016 \*\*Signature of Date Reporting Person

# **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) Sale of Shares to the registrant to cover tax withholdings on the vesting of restricted shares.

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.