MATERION Corp Form 4 May 13, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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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

1(b).

(Print or Type Responses)

may continue.

See Instruction

1. Name and Address of Reporting Person * GRAMPA JOHN D			2. Issuer Name and Ticker or Trading Symbol MATERION Corp [MTRN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	()		
6070 PARKL	AND BLVE).	(Month/Day/Year) 05/12/2014	Director 10% Owner _X_ Officer (give title Other (specify below) Sr. VP Finance and CFO		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
MAYFIELD, OH 44124				Form filed by More than One Reporting Person		

MAYFIELD, OH 44124

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price			(D)	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/12/2014		Code V M	Amount 2,830	(D)	\$ 17.68	31,395	D	
Common Stock	05/12/2014		S	800	D	\$ 33.8138 (1)	30,595	D	
Common Stock	05/12/2014		S	2,030	D	\$ 34.7851 (2)	28,565	D	
Common Stock							9,286	I	Held in trust
							702.546	I	

Common Held in Stock 401(k)

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

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SEC 1474

(9-02)

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)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	7 (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 17.68	05/12/2014		M		2,830	02/08/2008	02/08/2015	Common Stock	2,830

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GRAMPA JOHN D 6070 PARKLAND BLVD.

Sr. VP Finance and CFO

MAYFIELD, OH 44124

Signatures

Susan J. MacDonald / Atty

in fact 05/13/2014

**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) The price reported is a weighted-average price. These shares were sold in multiple transactions at prices ranging from \$33.52 \$34.17, inclusive.

Reporting Owners 2

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(2) The price reported is a weighted-average price. These shares were sold in multiple transactions at prices ranging from \$34.54 - \$34.96, inclusive.

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.