## Edgar Filing: MTS SYSTEMS CORP - Form 4

Form 4       December 10, 2015       OMB APPROVAL         FORM 4       UNITED STATES SECURITIES AND EXCHANGE COMMISSION is no longer subject to subject to section 16.       OMB APPROVAL         Check this box is no longer subject to subject to section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       CMB APPROVAL         Form 4 or Form 4 or Form 5       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1935.       Explice is guiden hours per response       0.5         Section 16.       30(h) of the Public Utility Holding Company Act of 1940       Section 16.       0.5         (b).       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       S. Relationship of Reporting Person(s) to Issue         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       S. Relationship of Reporting Person(s) to Issue         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line 		EMS CORP											
FORM 4 UNITED STATES SECURITIES subject to Section 16. Form 4 or bigation and continue. Section 16. Form 5 or beligation and continue. Section 17(a) of the Public Utility Holding Company Act of 1934, of the Public Utility Holding Company Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 10(b).       Statement of company Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 10(b).       Statement of company Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 10(b).       Statement of company Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1940.       Statement of company (Company Act of 1940.         (Print or Type Response)       1. Issuer Name and Ticker or Trading Symbol       S. Relationship of Reporting Person(s) to Issuer       S. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earlies Transaction (Month/Day/Year)       S. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earlies Transaction (Month/Day/Year)       S. Relationship of Reporting Person (c) ther of perify beliow) President and CEO         (Into 7)       (State)       (Za)       Tabe I - Non-Derivative Securities Securities Securities Securities (ble) (Month/Day/Year)       S. Amount of Dividual of Joint/Group Filing/Check Applicable Line) (Person         (Into 7)       (Month/Day/Year)       3. A. Securities (Month/Day/Year)       S. Amount of Bornerical (D) or Direct Indirect (Intor, 3)       Owneership (Intor, 4)       Owneershi	Form 4	0.2015											
Check this box       Washington, D.C. 20549       Owner 3225-0287         Check this box       I'mo longer subject to service to security of the securities and the public Utility Holding Company Act of 1934, obligations may continue.       Security 16(a) of the Public Utility Holding Company Act of 1934, obligations may continue.       Securities Exchange Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1940       Securities Exchange Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1940       Securities Exchange Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1940       Securities Exchange Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1940         (Print or Type Responses)       1. Name and Address of Reporting Person											OMB A	PPROV	AL
if no longer subject to Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Sec Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person <sup>*</sup> 2. Issuer Name and Ticker or Trading GRAVES JEFFREY A Symbol MTS SYSTEMS CORP [MTSC] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 14000 TECHNOLOGY DRIVE 12(09/2015 (Street) 4. If Amendment, Date Original Filed(Mondh/Day/Year) EDEN PRAIRIE, MN 55344 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date, if Scurity (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (City) (State) (Zip) Table I - Non-Derivative Securities Securities Form: Direct Indirect Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (Amount (D) Price (Instr. 4) (Instr. 4) (Instr. 4) Reported (Instr. 3) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 4) (Amount (D) Price (Instr. 3) and 4)		UNITED	STATES					NGE	COMMISSIC	N		3235	-0287
Form 5 obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1934, obligations 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)       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         I. Name and Address of Reporting Person 2 (Last)       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       (Check all applicable)         14000 TECHNOLOGY DRIVE       12/09/2015       ————————————————————————————————————	if no lor subject Section	nger <b>STATEN</b> 16.	NGES IN BENEFICIAL OWNERSHIP OF						Expires. 200 Estimated average burden hours per		2005		
1. Name and Address of Reporting Person 2 GRAVES JEFFREY A       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       (Check all applicable)         14000 TECHNOLOGY DRIVE       12/09/2015       -X. Director MONTS/2015       -X. Director Security       -M. Director (Street)       -M. Director (Street)       -M. Director (Month/Day/Year)       -M. Director (Street)       -M. Director (Month/Day/Year)       -M. Director (Street)       -M. Director (Street)       -M. Director (Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) - X. Form filed by More than One Reporting Person         1. Title of Security       2. Transaction Date (Month/Day/Year)       2A. Deemed (Month/Day/Year)       3.       4. Securities Code       5. Amount of Disposed of (D) (Instr. 3)       6. Ownership (D) or Indirect       6. Ownership Following (Instr. 4)       7. Nature of Securities (Month/Day/Year)         1. Title of Security       2. Transaction Date (Mon	Form 5 obligation may con See Inst	Filed put ons ttinue. Section 17(	(a) of the F	Public U	tility Hol	lding Co	mpany	Act of	of 1935 or Sect				0.5
GRAVES JEFFREY A       Symbol       Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable)         14000 TECHNOLOGY DRIVE       12/09/2015       —X	(Print or Type	Responses)											
(Last)       (First)       (Middle)       3. Date of Earliest Transaction         (Last)       (First)       (Middle)       3. Date of Earliest Transaction         (Month/Day/Year)       12/09/2015      X	GRAVES JEFFREY A Symbol				ıbol				Issuer				
14000 TECHNOLOGY DRIVE       12/09/2015	(Last)	(First) (	Middle)	3. Date of	of Earliest T	ransaction			(Check an applicable)				
Filed(Month/Day/Year)       Applicable Line)         Z_Form filed by One Reporting Person         C(ity)       (State)       (Zip)       Table I - Non-Derivative Securities       Acquired, Disposed of, or Beneficially Owned         1.Title of Security (Instr. 3)       2. Transaction Date in any (Month/Day/Year)       2A. Deemed Execution Date, if any (Month/Day/Year)       3.       4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8)       5. Amount of Securities Beneficially (D) or Indirect Beneficial Owned (I) Owned (I) Owned (I) Owned (I) Owned (I) Ownership Following (Instr. 4)       6. Ownership (Instr. 4)         (A)       or       (A)       or       Code V Amount (D) Price       (Instr. 3) and 4)					•				XOfficer (give titleOther (specify below)			1	
EDEN FRAIKIE, MIN 33344       Person         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1.Title of Security       2. Transaction Date       2A. Deemed       3.       4. Securities       5. Amount of       6. Ownership       7. Nature of         Instr. 3)       2. Month/Day/Year)       Execution Date, if any       3.       4. Securities       5. Amount of       6. Ownership       7. Nature of         Instr. 3)       (Month/Day/Year)       Instr. 8)       (Instr. 3, 4 and 5)       Owned       (I)       Ownership         (A)       rransaction(s)       or       (Instr. 4)       (Instr. 4)       (Instr. 4)         (A)       or       Code       V Amount       (D)       Person					-			Applicable Line) _X_ Form filed by One Reporting Person					
1.Title of Security (Instr. 3)       2. Transaction Date (Month/Day/Year)       2A. Deemed Execution Date, if any (Month/Day/Year)       3.       4. Securities TransactionAcquired (A) or Code       5. Amount of Securities       6. Ownership Form: Direct       7. Nature of Form: Direct         0. (Instr. 3)       (Month/Day/Year)       (Month/Day/Year)       3.       4. Securities       5. Amount of Securities       6. Ownership Form: Direct       7. Nature of Form: Direct         (Instr. 3)       (Month/Day/Year)       (Instr. 8)       (Instr. 3, 4 and 5)       Owned       (I)       Ownership Following         (A)       or Or       (A)       or Or       (Instr. 4)       (Instr. 4)         (A)       Or       Or       (Instr. 3 and 4)       (Instr. 3 and 4)	EDEN PRA	AIRIE, MN 55344	1							y Mo	ore than One R	eporting	
Security (Instr. 3) (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 4) (In	(City)	(State)	(Zip)	Tab	le I - Non-J	Derivative	Securi	ities Ac	equired, Disposed	l of,	or Beneficia	lly Owne	ed
	Security	Security (Month/Day/Year) Execution Date, if (Instr. 3) any		Date, if	TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or			i)	Securities Beneficially Owned Following Reported Transaction(s)	Fo (D (I)	orm: Direct ) or Indirect	Indirect Benefici Ownersh	al 11p
	Reminder: Re	port on a separate line	e for each cla	ass of sec					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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amoun
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securiti
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)		Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amor or Num of Sh
Employee Stock Options-Right to Buy	\$ 61.74	12/09/2015		А		61,455		(1)	12/09/2022	Common Stock	61,4

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
	Director	10% Owner	Officer	Other				
GRAVES JEFFREY A 14000 TECHNOLOGY DRIVE EDEN PRAIRIE, MN 55344	Х		President and CEO					
Signatures								
\s\Catherine Powell, Attorney-in-Fact		12/10/2015						

\*\*Signature of 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).

Date

(1) The stock options vest in three equal annual installments beginning on December 9, 2016.

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.