

Chemnitz Gregory R.
Form 4
October 31, 2017

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
Chemnitz Gregory R.

(Last) (First) (Middle)
6070 PARKLAND BLVD.

(Street)

MAYFIELD HEIGHTS, OH 44124

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MATERION Corp [MTRN]

3. Date of Earliest Transaction
(Month/Day/Year)
10/30/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP General Counsel & Secretary

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	10/30/2017		M	6,814 A \$ 39.3	19,875	D	
Common Stock	10/30/2017		M	8,056 A \$ 29.45	27,931	D	
Common Stock	10/30/2017		M	6,492 A \$ 28.32	34,423	D	
Common Stock	10/30/2017		M	7,865 A \$ 33.29	42,288	D	
Common Stock	10/30/2017		F	3,362 D \$ 50.9	38,926	D	

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Common Stock	10/30/2017		D	18,681	D	\$ 50.9	20,245	D	
Common Stock							5,071.785	I	Held in 401(k) Plan

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code V	(A) (D)	Date Exercisable Expiration Date	Title	
Stock Appreciation Rights	\$ 39.3	10/30/2017		M	6,814	05/04/2011 05/04/2018	Common Stock	6,814
Stock Appreciation Rights	\$ 29.45	10/30/2017		M	8,056	03/01/2015 03/01/2019	Common Stock	8,056
Stock Appreciation Rights	\$ 28.32	10/30/2017		M	6,492	03/06/2016 03/06/2020	Common Stock	6,492
Stock Appreciation Rights	\$ 33.29	10/30/2017		M	7,865	05/08/2017 05/08/2021	Common Stock	7,865

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chemnitz Gregory R. 6070 PARKLAND BLVD.			VP General Counsel & Secretary	

MAYFIELD HEIGHTS, OH 44124

Signatures

Nicole A. Pytlak / Attny
in fact

10/31/2017

__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).

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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