

MYERS INDUSTRIES INC  
Form 4  
December 08, 2016

**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 \*  
Banyard R David

(Last) (First) (Middle)  
1293 SOUTH MAIN STREET  
(Street)

AKRON, OH 44301

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
MYERS INDUSTRIES INC [MYE]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/07/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount                                                                                        | (A) or (D)                                               | Price                             |
| Common Stock                    | 12/07/2016                           |                                                    | M <sup>(1)</sup>               |                                                                   | 32,873                                                                                        | A                                                        | \$ 0                              |
| Common Stock                    | 12/07/2016                           |                                                    | F <sup>(2)</sup>               |                                                                   | 10,881                                                                                        | D                                                        | \$ 14.5                           |
| Common Stock                    | 12/07/2016                           |                                                    | M <sup>(3)</sup>               |                                                                   | 16,437                                                                                        | A                                                        | \$ 0                              |
| Common Stock                    | 12/07/2016                           |                                                    | F <sup>(2)</sup>               |                                                                   | 5,441                                                                                         | D                                                        | \$ 14.5                           |
|                                 |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | 52,873                            |
|                                 |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | 41,992                            |
|                                 |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | 58,429                            |
|                                 |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          | 52,988                            |

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

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(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. 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. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Restricted Stock Unit                      | (4)                                                    | 12/07/2016                           |                                                    | M                              | 32,873                                                                                  | (4) (4)                                                  | Common Stock                                                  | 32,873                        |
| Restricted Stock Unit                      | (5)                                                    | 12/07/2016                           |                                                    | M                              | 16,437                                                                                  | (5) (5)                                                  | Common Stock                                                  | 16,437                        |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |                   |       |
|--------------------------------------------------------------|---------------|-----------|-------------------|-------|
|                                                              | Director      | 10% Owner | Officer           | Other |
| Banyard R David<br>1293 SOUTH MAIN STREET<br>AKRON, OH 44301 |               |           | President and CEO |       |

## Signatures

/s/ Megan L. Mehalko, pursuant to POA dated 12/2/15 and filed 12/8/15  
Date: 12/08/2016

\*\*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).

- (1) 32,873 Restricted Stock Units vested on December 7, 2016.
- (2) Shares withheld to satisfy tax withholding requirements upon vesting of restricted stock units.
- (3) 16,437 Restricted Stock Units vested on December 7, 2016.

- A Restricted Stock Unit is the grant of the right to receive an amount equal to the fair market value of a share on the date that payment is
- (4) made with respect to the Restricted Stock Unit. The Restricted Stock Units vest in three equal installments on each of the first three anniversaries of the date of the grant.
  - (5)

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A Restricted Stock Unit is the grant of the right to receive an amount equal to the fair market value of a share on the date that payment is made with respect to the Restricted Stock Unit. The Restricted Stock Units in this award vest in two equal installments on each of the first two anniversaries of the date of the grant.

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.