

MTS SYSTEMS CORP
Form 3
May 15, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Ross Brian T

(Last) (First) (Middle)

14000 TECHNOLOGY DRIVE

(Street)

EDEN PRAIRIE,Â MNÂ 55344

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

05/15/2017

3. Issuer Name **and** Ticker or Trading Symbol
MTS SYSTEMS CORP [MTSC]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer ____ Other
(give title below) (specify below)
Chief Financial Officer

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

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

336

D Â

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

Date Expiration
Exercisable Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title Amount or
Number of

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Employee Restricted Stock Unit	Â (1)	Â (1)	Common Stock	144	\$ (2)	D	Â
Employee Restricted Stock Unit	Â (3)	Â (3)	Common Stock	486	\$ (2)	D	Â
Employee Restricted Stock Unit	Â (4)	Â (4)	Common Stock	436	\$ (2)	D	Â
Employee Restricted Stock Unit	Â (5)	Â (5)	Common Stock	973	\$ (2)	D	Â
Employee Stock Options	Â (6)	01/15/2022	Common Stock	632	\$ 71.72	D	Â
Employee Stock Options	Â (7)	12/09/2022	Common Stock	2,950	\$ 61.74	D	Â
Employee Stock Options	Â (8)	04/17/2024	Common Stock	4,673	\$ 46.25	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ross Brian T 14000 TECHNOLOGY DRIVE EDEN PRAIRIE, MN 55344	Â	Â	Â Chief Financial Officer	Â

Signatures

\sJana Hecker,
Attorney-in-Fact 05/15/2017

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 Restricted Stock Units vest in three equal annual installments beginning on 1/15/2016. The original grant on 1/15/2015 was for 433 shares; 145 of those shares vested on 1/15/2016 and 144 shares vested on 1/16/2017.
- (2) Each Restricted Stock Unit represents a contingent right to receive one share of common stock.
- (3) The Restricted Stock Units vest in three equal annual installments beginning on 12/09/2016. The original grant on 12/09/2015 was for 729 shares; 243 of those shares vested on 12/09/2016.
- (4) The Restricted Stock Units vest in three equal annual installments beginning on 7/15/2017.
- (5) The Restricted Stock Units vest in three equal annual installments beginning on 4/17/2018.
- (6) Employee Stock Options vest in three equal annual installments beginning on 1/15/2016. The original grant on 1/15/2015 was for 1,898 options, 633 of those options vested on 1/15/2016; and 633 options vested on 1/15/2017.
- (7) Employee Stock Options vest in three equal annual installments beginning on 12/09/2016. The original grant on 12/09/2015 was for 4,425 options, 1,475 of those options vested on 12/09/2016.

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(8) Employee Stock Options vest in three equal annual installments beginning on 4/17/2018.

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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