

MYERS INDUSTRIES INC
Form 8-K
August 03, 2010

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

**FORM 8-K
CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported) July 30, 2010

MYERS INDUSTRIES, INC.

(Exact name of registrant as specified in its charter)

Ohio

1-8524

34-0778636

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(IRS Employer
Identification Number)

1293 South Main Street, Akron, OH

44301

(Address of Principal Executive Offices)

(Zip Code)

Registrant's Telephone Number, including area code (**330**) **253-5592**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions.

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01. Other Events

On July 30, 2010, the board of directors of Myers Industries, Inc. (the Company) approved Amendment No. 1 (the Amendment) to the 2008 Incentive Stock Plan of the Company, effective as of March 4, 2010 (the Plan). Pursuant to the Amendment, the Plan was amended to: (i) modify the definition of Change of Control ; (ii) allow awards granted thereunder to be issued in book entry form, and (iii) require the approval of the stockholders before any outstanding option or stock appreciation right granted thereunder can be repriced or before the purchase or cash-out of an option by the Company, except in connection with a Change in Control .

The full text of the Amendment is attached as Exhibit 10.1 to this Current Report on Form 8-K and the description of its terms above is qualified in its entirety by reference to the terms of the Amendment.

Item 9.01. Financial Statements and Exhibits

10.1 Amendment No. 1 to the 2008 Incentive Stock Plan of the Company, effective as of March 4, 2010

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Myers Industries, Inc.

(Registrant)

DATE August 3, 2010

By: **/s/ Donald A. Merrill**

Donald A. Merrill

Vice President, Chief Financial Officer
and Corporate Secretary