Brackman Kevin L. Form 4 March 08, 2019

FORM 4

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

OMB Number:

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response...

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Form 4 or Form 5 obligations may continue.

Check this box

if no longer

subject to

Section 16.

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

SECURITIES

See Instruction

(Middle)

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * Brackman Kevin L.

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

MYERS INDUSTRIES INC [MYE]

3. Date of Earliest Transaction

10% Owner

1293 SOUTH MAIN STREET

(First)

(Month/Day/Year)

03/06/2019

Director X_ Officer (give title Other (specify

below) Executive Vice President, CFO

4. If Amendment, Date Original

(Instr. 8)

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person

Filed(Month/Day/Year)

Form filed by More than One Reporting

(Instr. 4)

Person

AKRON, OH 44301

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I)

(Instr. 4)

(A)

(Instr. 3, 4 and 5)

Code V Amount (D) Price

Following Reported Transaction(s)

(Instr. 3 and 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and 7. Title and Amount Derivative Conversion (Month/Day/Year) Execution Date, if **Transaction**Derivative **Expiration Date** Underlying Securities Securities Security or Exercise Code (Month/Day/Year) (Instr. 3 and 4) any

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(Instr. 3)) Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	or Disposed of (D) (Instr. 3, 4, and 5)				
				Code V	(A) (I	D) Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shar
Restricted Stock Units	<u>(1)</u>	03/06/2019		A	3,767	(2)	(2)	Common Stock	3,767
Stock Options	\$ 18.58	03/06/2019		A	18,166	<u>(3)</u>	03/06/2029	Common Stock	18,16
Performance Shares	<u>(4)</u>	03/06/2019		A	9,419	<u>(4)</u>	03/15/2022	Common Stock	9,419

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Brackman Kevin L. 1293 SOUTH MAIN STREET AKRON, OH 44301

Executive Vice President, CFO

Signatures

/s/ J. Bret Treier, attorney in fact for Kevin Brackman

03/08/2019

**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).
- (1) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.
- (2) On March 6, 2019, the reporting person was granted 3,767 restricted stock units, vesting in three equal annual installments beginning on the first anniversary of the grant date.
- (3) On March 6, 2019, the reporting person was granted 18,166 options, vesting in three equal annual installments beginning on the first anniversary of the grant date.
- Each performance share represents a contingent right to receive one share of the Issuer's Common Stock based upon the Issuer's cumulative EBITDA (50%) and total free cash flow as a % of sales (50%) over a three-year performance period ending December 31, 2021

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.

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