

MYERS INDUSTRIES INC  
Form 4  
February 20, 2014

**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 \*  
ORR JOHN C

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)  
02/18/2014

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

AKRON, OH 44301

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

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

(City) (State) (Zip)

**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	02/18/2014		M <sup>(1)</sup>	5,000 A \$ 12.55	5,000	D	
Common Stock	02/18/2014		S <sup>(2)</sup>	5,000 D \$ 19.5987	0	D	
Common Stock	02/20/2014		M <sup>(1)</sup>	5,000 A \$ 12.55	5,000	D	
Common Stock	02/20/2014		S <sup>(2)</sup>	5,000 D \$ 20.0344	0	D	
					94,630	I	

Common Stock							By Spousal Trust
Restricted Stock Award					66,550	D	

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

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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
Common Stock Option	\$ 12.55	02/18/2014		M <sup>(1)</sup>	5,000	<sup>(5)</sup> 04/23/2018	Common Stock	5,000
Common Stock Option	\$ 12.55	02/20/2014		M <sup>(1)</sup>	5,000	<sup>(5)</sup> 04/23/2018	Common Stock	5,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ORR JOHN C 1293 SOUTH MAIN STREET AKRON, OH 44301	X		President and CEO	

## Signatures

/s/ Megan L. Mehalko pursuant to POA dated 10/25/06 and filed 4/25/08 02/20/2014

\_\_\_\_\_\*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) The exercise reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan, entered into November 21, 2013
- (2) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan, entered into November 21, 2013
- (3) Mr. Orr exercised stock options for 5,000 shares at an exercise price of 12.55
- (4) The sale price is a weighted average for the sale transaction. The sales prices range from a low of \$19.51 per share to a high of \$19.82
- (5) The exercise rights vested in three equal annual installments beginning April 23, 2009
- (6) The sale price is a weighted average for the sale transaction. The sales prices range from a low of \$19.38 per share to a high of \$20.65

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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