

# MYERS INDUSTRIES INC

Reported by  
**BRANNING GREGGORY W**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 03/03/15 for the Period Ending 03/01/15

|             |  |
|-------------|--|
| Address     | 1293 S MAIN ST<br>AKRON, OH 44301                  |
| Telephone   | 330-253-5592                                       |
| CIK         | 0000069488   |
| Symbol      | MYE  |
| SIC Code    | 3089 - Plastics Products, Not Elsewhere Classified |
| Industry    | Fabricated Plastic & Rubber                        |
| Sector      | Basic Materials                                    |
| Fiscal Year | 12/31  |

# 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  
or Section 30(h) of the Investment Company Act of 1940

|   |  |   |  |   |  |
|---|--|---|--|---|--|
| 1. Name and Address of Reporting Person * |  | 2. Issuer Name and Ticker or Trading Symbol       |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)   |  |
| <b>Branning Gregory W</b>                 |  | <b>MYERS INDUSTRIES INC [ MYE ]</b>               |  | <input type="checkbox"/> Director <span style="float:right"><input type="checkbox"/> 10% Owner</span><br><input checked="" type="checkbox"/> Officer (give title below) <span style="float:right"><input type="checkbox"/> Other (specify below)</span><br><b>Senior VP and CFO</b> |  |
| (Last) (First) (Middle)                   |  | 3. Date of Earliest Transaction (MM/DD/YYYY)      |  |   |  |
| <b>1293 SOUTH MAIN STREET</b>             |  | <b>3/1/2015</b>                                   |  |   |  |
| (Street)                                  |  | 4. If Amendment, Date Original Filed (MM/DD/YYYY) |  | 6. Individual or Joint/Group Filing (Check Applicable Line)   |  |
| <b>AKRON, OH 44301</b>                    |  |   |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> 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. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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                    | 3/1/2015       |                                   | M                         |   | 3234 (1)  | A          | \$0.00 | 12901.56 (2)  | D  |   |
| Common Stock                    | 3/1/2015       |                                   | F                         |   | 1230 (3)  | A          | \$0.00 | 11671.56 (2)  | D  |   |

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

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) |                            | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|----------------|-----------------------------------|---------------------------|---|--|-----|---|-----------------|---|----------------------------|--|---|--|--|
|  |  |                |                                   | Code                      | V | (A)  | (D) | Date Exercisable                        | Expiration Date | Title   | Amount or Number of Shares |  |   |  |  |
| Common Stock                             | (4)  | 3/1/2015       |                                   | M                         |   | 3234 (1)   |     | (4)                                     | (4)             | Common Stock  | 3234                       | \$0.00                                     | 3233  | D  |  |

#### Explanation of Responses:

- (1) 3,234 Restricted Stock Units vested on March 1, 2015.
- (2) Includes 103.56 shares obtained pursuant to a Dividend Reinvestment Plan.
- (3) Represents a disposition of shares to Myers Industries, Inc. Such disposition is exempt under Section 16(b) under Rule 16b-3(e).
- (4) 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 vest in three equal installments on each of the first three anniversaries of the date of the grant.

#### Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                          |       |
|--|---------------|-----------|--------------------------|-------|
|  | Director      | 10% Owner | Officer                  | Other |
| <b>Branning Gregory W<br/>1293 SOUTH MAIN STREET<br/>AKRON, OH 44301</b> |               |           | <b>Senior VP and CFO</b> |       |

**Signatures**

/s/ Megan L. Mehalko pursuant to POA dated 9/7/12 and filed 9/10/12

3/3/2015

\*\* Signature of Reporting Person

Date

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

\* 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).

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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