

METHODE ELECTRONICS INC
 Form 4
 September 11, 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 *
 Reynolds Thomas D

2. Issuer Name and Ticker or Trading Symbol
 METHODE ELECTRONICS INC
 [MEI]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 7401 W. WILSON AVE.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 09/09/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Sr. VP Worldwide Automotive

CHICAGO, IL 60706-4548

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 | (D) | Price | | | |
| Common Stock | 09/09/2014 | | M | | 6,667 | A | \$ 10.7 | 156,667 | D | |
| Common Stock | 09/09/2014 | | M | | 6,667 | A | \$ 8.64 | 163,334 | D | |
| Common Stock | 09/09/2014 | | M | | 6,666 | A | \$ 17.27 | 170,000 | D | |
| Common Stock | 09/09/2014 | | S | | 20,000 | D | \$ 39.5492 | 150,000 | D | |
| Common Stock | | | | | | | | 24,551 | I | Held in Methode 401(k) |

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 (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 |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------|
| Options | \$ 10.7 | 09/09/2014 | | M | 6,667 | 07/12/2014 07/12/2021 | Common Stock | 6,667 |
| Options | \$ 8.64 | 09/09/2014 | | M | 6,667 | 07/02/2015 07/02/2022 | Common Stock | 6,667 |
| Options | \$ 17.27 | 09/09/2014 | | M | 6,666 | 07/01/2016 07/01/2023 | Common Stock | 6,666 |
| Options | \$ 37.01 | | | | | 07/07/2014 07/07/2024 | Common Stock | 20,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Reynolds Thomas D 7401 W. WILSON AVE. CHICAGO, IL 60706-4548 | | | Sr. VP Worldwide Automotive | |

Signatures

Douglas A. Koman as Attorney-in-Fact for Thomas D. Reynolds 09/11/2014

__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).

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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