

STANDEX INTERNATIONAL CORP/DE/
Form 4
April 15, 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 *
FIX ROGER L

2. Issuer Name and Ticker or Trading Symbol
STANDEX INTERNATIONAL CORP/DE/ [SXI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
04/11/2014

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

STANDEX INTERNATIONAL CORPORATION, 11 KEEWAYDIN DRIVE

(Street)

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

SALEM, NH 03079-

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 04/11/2014 | | M ⁽¹⁾ | 9,856 | A \$ 0 | 45,114 | D |
| Common Stock | 04/11/2014 | | F | 3,588 | D \$ 55.14 | 41,526 | D |
| Common Stock | 04/11/2014 | | M ⁽¹⁾ | 9,537 | A \$ 0 | 51,063 | D |
| Common Stock | 04/11/2014 | | F | 3,471 | D \$ 55.14 | 47,592 | D |
| | 04/11/2014 | | M ⁽¹⁾ | 2,990 | A \$ 0 | 50,582 | D |

Common
Stock

| | | | | | | | |
|-----------------|------------|------------------|--------|---|-------------|--------|---|
| Common Stock | 04/11/2014 | F | 1,088 | D | \$ 55.14 | 49,494 | D |
| Common Stock | 04/11/2014 | A ⁽²⁾ | 219 | A | \$ 0 | 49,713 | D |
| Common Stock | 04/11/2014 | F | 11,256 | D | \$ 55.14 | 38,457 | D |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Phantom Stock Units ⁽³⁾ | \$ 23 | 04/11/2014 | | M ⁽¹⁾ | 9,856 | 09/13/2014 09/13/2014 | Common Stock | 9,856 |
| Phantom Stock Units | \$ 31.92 | 04/11/2014 | | M ⁽¹⁾ | 9,537 | 09/13/2015 09/13/2015 | Common Stock | 9,537 |
| Phantom Stock Units | \$ 39.56 | 04/11/2014 | | M ⁽¹⁾ | 2,990 | 09/06/2016 09/06/2016 | Common Stock | 2,990 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

FIX ROGER L
STANDEX INTERNATIONAL CORPORATION
11 KEEWAYDIN DRIVE
SALEM, NH 03079-

X

Signatures

/s/ Deborah A.
Rosen

04/15/2014

__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) Accelerated vesting on retirement date of Phantom Stock Units in accordance with terms of Long Term Incentive Plan of the Company.
- (2) Grant of Restricted Stock vests on December 10, 2016.
- (3) Contingent purchase of Phantom Stock of the Company pursuant to the Long Term Incentive Plan vesting three years after the date of purchase in the form of Common Stock.

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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