MTS SYSTEMS CORP Form 4/A April 13, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5

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obligations may continue. See Instruction

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * SCHROCK MICHAEL V

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Middle)

MTS SYSTEMS CORP [MTSC]

3. Date of Earliest Transaction

14000 TECHNOLOGY DRIVE

(Month/Day/Year)

02/10/2015

X_ Director 10% Owner Officer (give title Other (specify

6. Individual or Joint/Group Filing(Check

(Check all applicable)

below)

4. If Amendment, Date Original

Filed(Month/Day/Year) 02/12/2015

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

EDEN PRAIRIE, MN 55344

(City)	(State) (Z	Zip) Table	I - Non-De	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly 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 on Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)	(Instit. 1)	(Histi: 1)
Common Stock	02/10/2015		M	1,286 (1)	A	\$0	1,286	D	
Common Stock	02/10/2015		A	1,342 (2)	A	\$0	2,628	D	

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. Number on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Date urities (Month/Day/Year) quired or posed of etr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. P. Derri Secti (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	<u>(3)</u>	02/10/2015		M	1,286	<u>(4)</u>	<u>(4)</u>	Common Stock	1,286	

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 8	Director	10% Owner	Officer	Other		
SCHROCK MICHAEL V 14000 TECHNOLOGY DRIVE EDEN PRAIRIE, MN 55344	X					

Signatures

/s/ Steven G. Mahon, Attorney-in-Fact

04/13/2015

**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 reporting person's Form 4 filed on 2/12/15 inadvertently omitted the reporting person's vesting and settlement of restricted stock units granted on 4/15/14 and previously reported in Table II as derivative securities.
- Amount shown is the number of restricted stock units (RSUs) that may only be settled on a 1 for 1 basis in shares of common stock that (2) were granted to the reporting person on 2/10/15, and that were previously reported in Table II as derivative securities on a Form 4 filed on 2/12/15.
- (3) Each restricted stock unit represents a contingent right to receive one share of common stock.
- (4) These restricted stock units vested on the date of the 2015 annual meeting of the shareholders of the issuer.

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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