

Measurement Specialties Inc  
 Form 4  
 September 10, 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 \*  
 UBER R BARRY

2. Issuer Name and Ticker or Trading Symbol  
 Measurement Specialties Inc  
 [MEAS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 09/08/2014

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

1000 LUCAS WAY

(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

HAMPTON, VA US 23666

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock, no par value      | 09/08/2014                           |  | M                              |   | 129   | A  | \$ 26.91 13,329                   |
| Common Stock, no par value      | 09/08/2014                           |  | S                              |   | 129   | D  | \$ 85.79 13,200                   |
| Common Stock, no par value      | 09/08/2014                           |  | M                              |   | 3,797   | A  | \$ 26.91 16,997                   |
| Common stock, no                | 09/08/2014                           |  | S                              |   | 3,797   | D  | \$ 85.7123 13,200                 |

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|                            |            |  |   |       |   |                  |          |
|----------------------------|------------|--|---|-------|---|------------------|----------|
| par value                  |            |  |   |       |   | <u>(1)</u>       |          |
| Common Stock, no par value | 09/08/2014 |  | M | 6,500 | A | \$ 34.24         | 19,700 D |
| Common Stock, no par value | 09/08/2014 |  | S | 6,500 | D | \$<br><u>(2)</u> | 13,200 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 |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                         | Amount or Number of Shares |
| Stock options (right to buy)               | \$ 26.91   | 09/08/2014                           |  | M                              | 129   | 12/01/2011 12/01/2020                                    |   | Common Stock                  | 129                        |
| Stock options (right to buy)               | \$ 26.91   | 09/08/2014                           |  | M                              | 3,797   | 12/01/2011 12/01/2020                                    |   | Common Stock                  | 3,797                      |
| Stock options (right to buy)               | \$ 34.24   | 09/08/2014                           |  | M                              | 6,500   | 04/02/2013 04/02/2022                                    |   | Common Stock                  | 6,500                      |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

UBER R BARRY  
1000 LUCAS WAY  
HAMPTON, VA US 23666

X

## Signatures

/s/ R Barry Uber

09/10/2014

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).

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$85.71 to

(1) \$85.73. The reporting person will provide the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$85.73 to

(2) \$85.80. The reporting person will provide the issuer, any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.

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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