SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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)
LAMBERT WILLIAM M	MSA Safety Inc [MSA]	X Director — 10% Owner
(Last) (First) (Middle)		X Officer (give title below) — Other (specify below)
1000 CRANBERRY WOODS DRIVE	3. Date of Earliest Transaction (Month/Day/Year) 09/03/2014	President and CEO
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
CRANBERRY WOODS TOWNSHIP PA 16066		X Form filed by One Reporting Person
(City) (State) (Zip)		— Form filed by More than One Reporting Person

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	(A) or (D)	Price			
Common Stock, no par value	09/03/2014		M		18,254	A	$45.68	158,074	D	
Common Stock, no par value	09/03/2014		M		2,189	A	$45.68	160,263	D	
Common Stock, no par value	09/03/2014		F		1,808	D	$55.8	158,455	D	
Common Stock, no par value	09/03/2014		S		3,300	D	$57.0255[(1)]	155,155	D	
Common Stock, no par value	09/03/2014		S		13,088	D	$56.2883[(2)]	142,067	D	
Common Stock, no par value								60,600	I	By Wife

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 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: 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				
Incentive Stock Option	$45.68	09/03/2014		M			2,189	02/23/2008	02/23/2015	Common Stock, no par value	2,189	$45.68	0.0000	D	
Non-statutory Stock Option	$45.68	09/03/2014		M			18,254	02/23/2008	02/23/2015	Common Stock, no par value	18,254	$45.68	0.0000	D	

Explanation of Responses:

1. Share price on this transaction ranged from $56.90 to $57.59.
2. Share price on this transaction ranged from $55.87 to $56.86.

Douglas K. McClaine, Attorney in Fact	09/05/2014
** 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.

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 Number.