

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 Beneficial 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.

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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	
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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