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STANDEX INTERNATIONAL CORP/DE/

Form 4

September 10, 2014

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

OMB Number:

3235-0287

0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

OMB APPROVAL

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Check this box

Form 5 obligations may continue.

See Instruction

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *

5. Relationship of Reporting Person(s) to Issuer

Valashinas Sean C

Symbol

(Check all applicable)

STANDEX INTERNATIONAL CORP/DE/ [SXI]

2. Issuer Name and Ticker or Trading

Director

(Last)

(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

10% Owner X_ Officer (give title Other (specify

C/O STANDEX INTERNATIONAL CORPORATION, 11 KEEWAYDIN

(Street)

DRIVE, SUITE 300

below) Chief Accounting Officer

4. If Amendment, Date Original Filed(Month/Day/Year)

09/09/2014

Applicable Line)

X Form filed by One Reporting Person

6. Individual or Joint/Group Filing(Check

SALEM, NH 03079

Form filed by More than One Reporting

Securities

Beneficially

(City) (State) (Zip)

1.Title of

3. 4. Securities

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of

6. Ownership 7. Nature of Form: Direct Indirect

Security (Instr. 3) 2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if (Month/Day/Year) TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

Owned Following Reported Transaction(s) (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

(A)

(Instr. 3 and 4) Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. Number	6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities		8. F Dei
Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative (Month/Day/Year) (Inst Securities Acquired A) or Disposed of (D) Instr. 3, 4,		, ,	nderlying Securities astr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	\$ 55.76	09/09/2014		A <u>(1)</u>	281	09/09/2017	09/09/2017	Common Stock	281	\$

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Valashinas Sean C C/O STANDEX INTERNATIONAL CORPORATION 11 KEEWAYDIN DRIVE, SUITE 300 SALEM, NH 03079

Chief Accounting Officer

Signatures

Units

/s/ Deborah A. Rosen 09/10/2014

**Signature of Date
Reporting Person

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) 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. 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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