

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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.	2. Issuer Name and Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Prevost Patri	ck M.			M	[AT	ERIO	N Corp) [M	TR	N]			W D'		100	<i>'</i> 0	
(Last) (First) (Middle)				3.	3. Date of Earliest Transaction (MM/DD/YYYY)								X_ Director10% Owner Officer (give title below) Other (specify below)				
6070 PARKL	AND BI	LVD					9/:	5/20 1	19				Officer (giv	e title below		ici (specify t	ciow)
			4.	4. If Amendment, Date Original Filed (MM/DD/YYYY)							6. Individual or Joint/Group Filing (Check Applicable Line)						
MAYFIELD HTS., OH 44124											X_Form filed by One Reporting Person Form filed by More than One Reporting Person						
(Cit	(Star	te) (Zip	<u>)</u>														
			Table I	- Non-De	rivat	ive Secu	urities Ac	cquire	ed, D	isposed	of, or	Ben	neficially Owne	ed			
1.Title of Security (Instr. 3)			2	. Trans. Date	2A. Deemed Execution Date, if any		3. Trans. C (Instr. 8)	Code	or Disposed of (D)		Fo	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Ownership Form: of Ind Benef	Beneficial		
				Code	V	Amo	unt (A)		e				Direct (D) or Indirect (I) (Instr. 4)	, r			
Common Stock 9/5/2019			9/5/2019	,		A		2.4	2.42 A			1364.42		I	Held In Directors Deferred Comp. Plan		
	Tab	le II - Der	ivative S	Securities	Ben	eficially	Owned	(e.g.,	puts	, calls, v	varran	ts, a	options, conver	tible secu	urities)		
Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deen Execution Date, if an	n (Instr. 8)	Securitie		s Acquired isposed of	6. Date Exercisable and Expiration Date		7. Title and A Securities Ur Derivative Se (Instr. 3 and A		nderlying Derivative security Security		Securities Beneficially Owned Following	Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exerci	sable	Expiration Date	Title		Amount or Number of Shares		Reported Transaction(s (Instr. 4)	or Indirect (I) (Instr. 4)	
Restricted Stock Units	<u>(1)</u>	9/5/2019		A		2		<u>(2</u>	<u>(1)</u>	<u>(3)</u>	Com		2.0	\$0	1385	D	

Explanation of Responses:

- (1) Each restricted stock unit (RSU) represents a right to receive one share of MTRN common stock.
- (2) These units, which were acquired upon the reinvestment of dividend equivalents, will vest at the same time as the Restricted Stock Units to which they relate.
- (3) Expiration Date is the same as the Date Exercisable.

Reporting Owners

reporting Owners								
Paperting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director 10% Owner Office		Officer	Other				
Prevost Patrick M.								
6070 PARKLAND BLVD	X							
MAYFIELD HTS., OH 44124								

Signatures

Nicole A. Pytlak 9/5/2019

**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 control number.