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| MATERIAL SCI Form 4 March 11, 2005 | | 'S SECURIT | TIFS AN | ND EX(| тна | NGE C | OMMISSION | | PROVAL | |
|---|--|--|--|--|-------------------------------|----------------------------|---|--|--------------------------------|--|
| Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instructior 1(b). | STATEMENT (Filed pursuant to Section 17(a) of the | Washi DF CHANGI S Section 16(a | ES IN B ECURI a) of the ty Holdi | D.C. 209 BENEFI TIES Securiti | 549 CCIA ies E ipany | L OWN xchange Act of | NERSHIP OF e Act of 1934, 1935 or Section | OMB Number: Expires: Estimated a burden hour response | • | |
| (Print or Type Respo | onses) | | | | | | | | | |
| 1. Name and Addres GLAZIER JOHI | ss of Reporting Person <u>*</u> N J JR | 2. Issuer Na Symbol MATERIA [MSC] | | | | | 5. Relationship of Issuer | Reporting Pers | | |
| (Last) 13390 S. RED F | (First) (Middle) | 3. Date of Ea (Month/Day/ 03/01/2005 | /Year) | nsaction | | | Director X Officer (give below) VP-ADMIN. & | title Othe below) | Owner r (specify EC. MAT | |
| | | | ndment, Date Original hth/Day/Year) | | | | 6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person | | | |
| LEMONT, IL 60 | 0439 | | | | | | Form filed by M Person | ore than One Rej | porting | |
| (City) | (State) (Zip) | Table I | - Non-De | erivative S | Secur | ities Acq | uired, Disposed of, | or Beneficiall | y Owned | |
| Security (Mo (Instr. 3) | any | ion Date, if Tr Cu /Day/Year) (In | ransaction ode instr. 8) | 4. Securit (A) or Di (Instr. 3, 4) Amount | spose | d of (D) 5) Price | Securities Beneficially Owned | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | |
| Common 03/ Stock | /01/2005 | А | <u>A(1)</u> | 477 | A | \$ 10.63 | 11,152.085 | 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.

 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. Transacti Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date | Amou Unde Secur | le and unt of rlying ities . 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr |
|---|---|---|---|---------------------------------------|---|---------------------|--------------------|-----------------------|---|---|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

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Reporting Owners

| Reporting Owner Name / Addre | Relationships | | | | | | | |
|---|---------------|-----------|-------------------------------|-------|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | |
| GLAZIER JOHN J JR 13390 S. RED FOX COURT LEMONT, IL 60439 | ſ | | VP-ADMIN. & FINANCE ELEC. MAT | | | | | |
| Signatures | | | | | | | | |
| JOHN J GLAZIER, JR. | 03/11/2005 | i | | | | | | |
| **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) Purchase of stock through employee stock purchase plan.

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.