

SAFEGUARD SCIENTIFICS INC

Form 4

July 31, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MESSMAN JACK L

2. Issuer Name **and** Ticker or Trading
Symbol
SAFEGUARD SCIENTIFICS INC
[SFE]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

435 DEVON PARK DRIVE,
BUILDING 800

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
07/30/2013

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

WAYNE, PA 19087-1945

(City) (State) (Zip)

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

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	07/30/2013		M		4,166	A	\$ 11.46	7,694		D
Common Stock	07/30/2013		M		4,166	A	\$ 7.14	11,860		D
Common Stock	07/30/2013		M		4,166	A	\$ 10.9403	16,026		D
Common Stock	07/30/2013		S		3,528	D	\$ 14.9137 (1)	12,498		D

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

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SEC 1474
(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
Stock Option (right to buy)	\$ 11.46	07/30/2013		M	4,166	12/16/2006 12/16/2013	Common Stock	4,166
Stock Option (right to buy)	\$ 7.14	07/30/2013		M	4,166	07/23/2009 07/23/2016	Common Stock	4,166
Stock Option (right to buy)	\$ 10.9403	07/30/2013		M	4,166	08/31/2010 08/31/2017	Common Stock	4,166

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MESSMAN JACK L
435 DEVON PARK DRIVE, BUILDING 800 X
WAYNE, PA 19087-1945

Signatures

By: Deirdre Blackburn Agent For: Jack L.
Messman

07/31/2013

**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).

The sale price reported is the average sale price for the shares. The shares were sold at prices ranging from \$14.86 to \$15.03. Reporting
(1) person will provide, upon the request of the SEC staff, the issuer or its shareowners, full information regarding the number of shares sold at each separate price.

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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