

Last Will & Testament of John Q. Sherman fbo William Patrick Sherman
 Form 4
 April 03, 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 *
 Last Will & Testament of John Q. Sherman fbo James Louis Sherman

(Last) (First) (Middle)

147 BEVERLY PLACE

(Street)

DAYTON, OH 45419

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 STANDARD REGISTER CO [SR]

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

04/01/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
 ___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
 ___X___ 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 04/01/2014 | | S ⁽¹⁾ | | 800 | D | \$ 8.2 (2) |
| Common Stock | 04/02/2014 | | S ⁽¹⁾ | | 400 | D | \$ 8.15 |
| Common Stock | 04/01/2014 | | S ⁽¹⁾ | | 800 | D | \$ 8.2 (3) |
| Common Stock | 04/02/2014 | | S ⁽¹⁾ | | 400 | D | \$ 8.15 |
| Common Stock | 04/01/2014 | | S ⁽¹⁾ | | 800 | D | \$ 8.1 (4) |
| | 04/02/2014 | | S ⁽¹⁾ | | 400 | D | |

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| | | | | | | | | |
|---------------|------------|------------------|-----|---|----------------|----------------|---|------|
| Common Stock | | | | | | \$ 8.16 (5) | | |
| Common Stock | 04/01/2014 | S ⁽¹⁾ | 800 | D | \$ 8.26 (6) | 186,883 | D | (13) |
| Common Stock | 04/02/2014 | S ⁽¹⁾ | 400 | D | \$ 8.18 | 186,483 | D | (13) |
| Common Stock | 04/01/2014 | S ⁽¹⁾ | 800 | D | \$ 8.26 (7) | 186,883 | D | (14) |
| Common Stock | 04/02/2014 | S ⁽¹⁾ | 400 | D | \$ 8.15 | 186,483 | D | (14) |
| Common Stock | 04/01/2014 | S ⁽¹⁾ | 800 | D | \$ 8.26 (8) | 186,883 | D | (15) |
| Common Stock | 04/02/2014 | S ⁽¹⁾ | 400 | D | \$ 8.15 | 186,483 | D | (15) |
| Class A Stock | | | | | | 83,895 | D | (10) |
| Class A Stock | | | | | | 83,895 | D | (11) |
| Class A Stock | | | | | | 83,895 | D | (12) |
| Class A Stock | | | | | | 83,895 | D | (13) |
| Class A Stock | | | | | | 83,895 | D | (14) |
| Class A Stock | | | | | | 83,895 | D | (15) |

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.

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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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|---------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|---------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|

(A) or
Disposed
of (D)
(Instr. 3,
4, and 5)

Repor
Trans
(Instr

| Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Last Will & Testament of John Q. Sherman fbo James Louis Sherman 147 BEVERLY PLACE DAYTON, OH 45419 | | X | | |
| Last Will & Testament of John Q. Sherman fbo Helen Louise Sherman Tormey 147 BEVERLY PLACE DAYTON, OH 45419 | | X | | |
| Last Will & Testament of John Q. Sherman fbo Patricia Lucille Sherman Begley 147 BEVERLY PLACE DAYTON, OH 45419 | | X | | |
| Last Will & Testament of John Q. Sherman fbo Mary Catherine Sherman Newshawg 147 BEVERLY PLACE DAYTON, OH 45419 | | X | | |
| Last Will & Testament of John Q. Sherman fbo Charles Francis Sherman 147 BEVERLY PLACE DAYTON, OH 45419 | | X | | |
| Last Will & Testament of John Q. Sherman fbo William Patrick Sherman 147 BEVERLY PLACE DAYTON, OH 45419 | | X | | |

Signatures

Arthur F. McMahon, III,
attorney-in-fact

04/03/2014

__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) On February 26, 2014, each of the John Q. Sherman Trusts (as defined below) entered into a separate Rule 10b5-1 trading plan. Each sale reported in this Form 4 was effected pursuant to the applicable trust's Rule 10b5-1 trading plan.
- (2)

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The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$8.10 to \$8.30, inclusive. The applicable reporting person undertakes to provide The Standard Register Company, any security holder of The Standard Register Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (2) through (8) to this Form 4

- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$8.07 to \$8.30, inclusive.
- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$8.07 to \$8.11, inclusive.
- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$8.15 to \$8.16, inclusive.
- (6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$8.07 to \$8.30, inclusive.
- (7) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$8.21 to \$8.30, inclusive.
- (8) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$8.21 to \$8.30, inclusive.

These securities are owned solely by the trust established under the Last Will and Testament of John Q. Sherman fbo William Patrick Sherman, which may be deemed to be a member of a "group" for purposes of Section 13(d) under the Exchange Act with the trust established under the Last Will and Testament of John Q. Sherman fbo Helen Louise Sherman Tormey, the trust established under the Last Will and Testament of John Q. Sherman fbo Patricia Lucille Sherman Begley, the trust established under the Last Will and Testament of John Q. Sherman fbo Mary Catherine Sherman Newshawg, the trust established under the Last Will and Testament of John Q. Sherman fbo Charles Francis Sherman, and the trust established under the Last Will and Testament of John Q. Sherman fbo James Louis Sherman. These six trusts are sometimes referred to collectively in this Form 4 as the "John Q. Sherman Trusts".

- (10) These securities are owned solely by the Last Will and Testament of John Q. Sherman fbo William Patrick Sherman.
- (11) These securities are owned solely by the Last Will and Testament of John Q. Sherman fbo Helen Louise Sherman Tormey.
- (12) These securities are owned solely by the Last Will and Testament of John Q. Sherman fbo Patricia Lucille Sherman Begley.
- (13) These securities are owned solely by the Last Will and Testament of John Q. Sherman fbo Mary Catherine Sherman Newshawg.
- (14) These securities are owned solely by the Last Will and Testament of John Q. Sherman fbo Charles Francis Sherman.
- (15) These securities are owned solely by the Last Will and Testament of John Q. Sherman fbo James Louis Sherman.

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.