

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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* <u>Harrison Steven B</u>			2. Issuer Name and Ticker or Trading Symbol <u>MTS SYSTEMS CORP [ MTSC ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP &amp; Pres. Test &amp; Simulation</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>03/15/2020</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
<u>14000 TECHNOLOGY DRIVE</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>EDEN PRAIRIE MN 55344</u>								
(City) (State) (Zip)								

**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	03/15/2020		A		1,986	A	\$0	25,655.8164 <sup>(1)</sup>	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (right to buy)	\$46.25							(2)	04/17/2024	Common Stock	4,543	4,543	D		
Stock Option (right to buy)	\$52.3							(3)	04/17/2025	Common Stock	5,040	5,040	D		
Stock Option (right to buy)	\$48.8							(4)	12/05/2025	Common Stock	4,952	4,952	D		
Stock Option (right to buy)	\$46.545							(5)	12/04/2026	Common Stock	11,302	11,302	D		
Stock Option (right to buy)	\$25.17	03/15/2020		A		4,521		(6)	12/04/2026	Common Stock	4,521	\$0	4,521	D	

**Explanation of Responses:**

- Includes (i) 360 restricted stock units that vest on 4/15/20; (ii) 315 restricted stock units that vest on 4/17/20; (iii) 717 restricted stock units that vest as to 359 shares on 4/17/20 and as to 358 shares on 4/17/21; (iv) 854 restricted stock units that vest as to 427 shares on each of 12/5/20 and 12/5/21; (v) 12,485 restricted stock units that vest as to 4,162 shares on each of 7/15/20 and 7/15/21 and as to 4,161 shares on 7/15/22; (vi) 2,686 restricted stock units that vest as to 896 shares on 12/4/20 and as to 895 shares on each of 12/4/21 and 12/4/22; and (vii) 1,986 restricted stock units that vest as to 662 shares on each of 12/4/20, 12/4/21 and 12/4/22.
- Options to purchase 1,514 shares vest on 4/17/20.
- Options to purchase 1,680 shares vest on each of 4/17/20 and 4/17/21.
- Options to purchase 1,651 shares vest on 12/5/20 and options to purchase 1,650 shares vest on 12/5/21.
- Options to purchase 3,768 shares vest on 12/4/20 and options to purchase 3,767 shares vest on each of 12/4/21 and 12/4/22.
- Options to purchase 1,507 shares vest on each of 12/4/20, 12/4/21 and 12/4/22.

**Remarks:**

/s/ Amanda Lorentz as attorney-in-fact for Steven B. Harrison pursuant to Power of Attorney previously filed 03/17/2020

\*\* 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 Number.

