

FORM 5**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).

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Form 3 Holdings Reported.

☐ Form 4 Transactions Reported.

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>Vlak August M.</u> (Last) (First) (Middle) <u>112 BRIDGE STREET</u> (Street) <u>NAUGATUCK CT 06770</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>EASTERN CO [EML]</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>President & CEO</u> |
| | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) <u>12/31/2018</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 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 |

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------|--|--|---|
| | | | | Amount | (A) or (D) | Price | | | |
| Common Stock ⁽¹⁾ | 12/31/2018 | | A | 140 | A | (1) | 11,016 | 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) |
|--|--|--------------------------------------|--|--------------------------------|--|-----|--|-----------------|---|----------------------------|--|--|---|--|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Stock Appreciation Rights | \$19.1 | 03/02/2017 ⁽²⁾ | | A | 0 ⁽²⁾ | | (2) | 03/02/2022 | Common Stock | 20,000 | \$0 | 20,000 | D | |
| Stock Appreciation Rights | \$24.9 | 02/07/2018 ⁽³⁾ | | A | 0 ⁽³⁾ | | (3) | 02/07/2023 | Common Stock | 20,000 | \$0 | 40,000 | D | |

Explanation of Responses:

1. 140 shares acquired at various prices for the period 8/15/2018 through 12/31/2018 under The Eastern Company Dividend Investment Plan and The Eastern Company Employee Stock Purchase Plan.
2. On March 2, 2017, 20,000 stock appreciation rights ("SARs") were granted to the reporting person pursuant to the terms of The Eastern Company 2010 Executive Stock Incentive Plan and a stock appreciation rights agreement, at an exercise price of \$19.10 per SAR. These SARs shall vest and become exercisable as follows (provided the reporting person remains an employee of the issuer on each applicable vesting date, and the issuer meets certain performance thresholds described in the stock appreciation rights agreement): 6,667 of the granted SARs vest on February 1, 2018; 6,667 of the granted SARs vest on February 1, 2019; and 6,666 of the granted SARs vest on February 1, 2020.
3. On February 7, 2018, 20,000 stock appreciation rights ("SARs") were granted to the reporting person pursuant to the terms of The Eastern Company 2010 Executive Stock Incentive Plan and a stock appreciation rights agreement, at an exercise price of \$24.90 per SAR. These SARs shall vest and become exercisable on February 1, 2021, provided the reporting person remains an employee of the issuer on the vesting date and the issuer achieves its Book Value Target at the close of December FY 2020.

/s/August M. Vlak

01/23/2019

** 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.

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