#### CIRCOR INTERNATIONAL INC

Form 4 March 09, 2015

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3235-0287

Estimated average

**OMB APPROVAL** 

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Number: January 31, 2005

Section 16. Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BRADY JEROME D			2. Issuer Name <b>and</b> Ticker or Trading Symbol CIRCOR INTERNATIONAL INC [CIR]						5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last) 30 CORPOR	(First) (M	3. Date of Earliest Transaction (Month/Day/Year) 03/05/2015						Director 10% Owner Officer (give title Other (specify below)				
(Street) BURLINGTON, MA 01803-4238			4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							lly Owned				
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	2A. Deemed Execution Date, if		3. 4. Sec TransactionAcqui Code Dispo (Instr. 8) (Instr.			or ))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	ount of ties Form: Direct Indirect icially (D) or Beneficial d Indirect (I) Ownership ving (Instr. 4) (Instr. 4)		
Common Stock	03/05/2015	03/05/2	2015	M		1,822	A	<u>(1)</u>	15,973	D		
Common Stock	03/05/2015	03/05/2	2015	M		509	A	(2)	16,482	D		

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

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SEC 1474

(9-02)

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# 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. 5. Number Transaction Derivative Code Securities (Instr. 8) 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit (MSP)	\$ 0	03/05/2015	03/05/2015	M	1,822	03/05/2015	03/05/2022	Common Stock	1,822
Restricted Stock Unit	\$ 0	03/05/2015	03/05/2015	M	509	03/05/2015	03/05/2022	Common Stock	509

# **Reporting Owners**

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

BRADY JEROME D 30 CORPORATE DR. SUITE 200 BURLINGTON, MA 01803-4238

### **Signatures**

/s/ Alan J. Glass, attorney-in-fact 03/09/2015

\*\*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 Restricted Stock Units (RSUs), the conversion of which are reported herein, were issued to the Reporting Person pursuant to issuers Management Stock Purchase Plan (MSPP) on 3/5/2012 utilizing a fair market value (FMV) of a share of the issuers stock of \$32.76.

- (1) RSUs are issued in whole units on the basis of a 33 percent discount from FMV of the issuers common stock on the date the underlying bonus is determined (\$21.95 in this case) and generally vest 3 years from date of grant, at which time they convert into shares of common stock unless the executive has previously elected a longer deferral period. Acquisition price reflects the 33% discount to FMV of issuers stock on grant date. This report reflects the acquisition by the Reporting Person of the common stock underlying the RSUs.
  - The Restricted Stock Units (RSUs), the conversion of which are reported herein, were granted to the Reporting Person by the issuer as part of equity incentive grants made by the issuer on 3/05/2012 utilizing a fair market value (FMV) of a share of the issuers stock of
- (2) \$32.76. The RSU grant vests in equal portions over a three year period, and are received by the Reporting Person upon vesting, on a one-for-one basis. This report reflects the final vesting of one-third portion of the original RSU grant and the acquisition by the Reporting Person of the underlying shares.

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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.