DXP ENTERPRISES INC
Form 4
August 02, 2005

# 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**

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|---|---|
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(Print or Type Responses)

| 1. Name and Address of Reporting Person * <br> **DAVIS CLETUS** <br><br> (Last) (First) (Middle) <br><br> 7272 PINEMONT DRIVE <br><br> (Street) <br><br> HOUSTON, TX 77040 <br><br> (City) (State) (Zip) | 2. Issuer Name **and** Ticker or Trading Symbol <br> **DXP ENTERPRISES INC [dxpe]** <br><br> 3. Date of Earliest Transaction (Month/Day/Year) <br> 07/29/2005 <br><br> 4. If Amendment, Date Original Filed(Month/Day/Year) | 5. Relationship of Reporting Person(s) to Issuer <br><br> (Check all applicable) <br> __X__ Director    _____ 10% Owner <br> _____ Officer (give title   _____ Other (specify below)          below) <br><br> 6. Individual or Joint/Group Filing(Check Applicable Line) <br> _X_ Form filed by One Reporting Person <br> ___ 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 | | | |
| DXP Common Stock | 07/29/2005 | | S | | 5,900 | D | $ 15 | 16,700 | D | |
| DXP Common Stock | 08/01/2005 | | S | | 5,100 | D | $ 15 | 11,600 | D | |

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.**

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. Pr Deri Secu (Inst |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Common Stock Options | $ 4.25 | | | | | | | 06/08/1999 | 06/08/2009 | DXP Common Stock | 3,000 | |
| DXP Common Stock Options | $ 5 | | | | | | | 07/01/1999 | 07/01/2009 | DXP Common Stock | 1,000 | |
| DXP Common Stock Options | $ 4.53 | | | | | | | 07/01/2004 | 07/01/2014 | DXP Common Stock | 10,000 | |
| DXP Common Stock Options | $ 6.72 | | | | | | | 05/16/2005 | 05/16/2015 | DXP Common Stock | 10,000 | |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| DAVIS CLETUS 7272 PINEMONT DRIVE HOUSTON, TX 77040 | X | | | |

# Signatures

| Cletus Davis | 08/02/2005 |
|---|---|
| **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).

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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