

MICHAEL BAKER CORP  
Form 4  
October 15, 2013

**FORM 4**

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

OMB APPROVAL

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**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 \*  
**BONTEMPO ROBERT N**

2. Issuer Name and Ticker or Trading Symbol  
**MICHAEL BAKER CORP [BKR]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**100 AIRSIDE DRIVE**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**10/11/2013**

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

**MOON TOWNSHIP, PA 15108**  
  
(City) (State) (Zip)

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

6. Individual or Joint/Group Filing (Check Applicable Line)  
 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 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	10/11/2013			U	29,500	D	\$ 40.5
					0		

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)**

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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. D S (I	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 12.625	10/11/2013		D		2,000		10/23/2004	04/23/2014	Common Stock	2,000
Stock Option (right to buy)	\$ 20.16	10/11/2013		D		2,000		10/22/2005	04/22/2015	Common Stock	2,000
Stock Option (right to buy)	\$ 20.28	10/11/2013		D		2,000		05/30/2007	11/30/2016	Common Stock	2,000
Stock Option (right to buy)	\$ 26.86	10/11/2013		D		2,000		10/20/2007	04/20/2017	Common Stock	2,000
Stock Option (right to buy)	\$ 37.525	10/11/2013		D		2,000		03/10/2009	09/10/2018	Common Stock	2,000
Stock Option (right to buy)	\$ 40.455	10/11/2013		D		2,000		11/29/2009	05/29/2019	Common Stock	2,000
Stock Option (right to buy)	\$ 37.225	10/11/2013		D		2,000		11/27/2010	05/27/2020	Common Stock	2,000
Stock Option (right to buy)	\$ 25.18	10/11/2013		D		2,000		11/26/2011	05/26/2021	Common Stock	2,000
Stock Option	\$ 22.95	10/11/2013		D		2,000		12/01/2012	05/31/2022	Common Stock	2,000

