

COPPINGER PAUL M
Form 4
March 07, 2011

FORM 4

**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).

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 *
COPPINGER PAUL M

2. Issuer Name and Ticker or Trading Symbol
CIRCOR INTERNATIONAL INC
[CIR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
25 CORPORATE DRIVE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/03/2011

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

BURLINGTON, MA 01803

6. Individual or Joint/Group Filing(Check Applicable Line)
 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

| 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 | 03/03/2011 | | S | | 1,220 | D | \$ 41.5219 |
| Common Stock | 03/03/2011 | | S | | 2,389 | D | \$ 41.4124 |
| Common Stock | 03/03/2011 | | S | | 1,896 | D | \$ 41.4403 |
| Common Stock | 03/03/2011 | | S | | 111 | D | \$ 41.536 |
| Common Stock | 03/03/2011 | | M | | 1,260 | A | \$ 23.8 <u>(1)</u> |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------------------|--------|---|
| Common Stock | 03/03/2011 | M | 2,520 | A | \$ 24.9 (2) | 19,333 | D |
| Common Stock | 03/03/2011 | M | 840 | A | \$ 22.97 (3) | 20,173 | D |
| Common Stock | 03/03/2011 | S | 1,260 | D | \$ 41.55 (1) | 18,913 | D |
| Common Stock | 03/03/2011 | S | 2,520 | D | \$ 41.55 (2) | 16,393 | D |
| Common Stock | 03/03/2011 | S | 840 | D | \$ 41.6166 (3) | 15,553 | D |

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

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(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 Security (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right-to_buy) | \$ 23.8 | 03/03/2011 | | M | 1,260 | 01/06/2005 01/06/2014 | Common Stock | 1,260 |
| Stock Option (Right-to_buy) | \$ 24.9 | 03/03/2011 | | M | 2,520 | 02/18/2006 02/18/2015 | Common Stock | 2,520 |
| Stock Option (Right-to_buy) | \$ 22.97 | 03/03/2011 | | M | 840 | 04/21/2006 04/21/2015 | Common Stock | 840 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-----------------|
| | Director | 10% Owner | Officer | Other |
| | | | | Group President |

COPPINGER PAUL M
25 CORPORATE DRIVE
BURLINGTON, MA 01803

Signatures

By: /s/ Alan J. Glass,
attorney-in-fact

03/07/2011

__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).

(1) The stock options, the exercise of which is reported herein, were granted by the issuer to the Reporting Person on 01/06/2004. The stock options vested in equal one-fifth installments on 01/06/05, 01/06/06, 01/06/07, 01/06/08 and 01/06/09. The stock options were scheduled to expire on 01/06/2014

(2) The stock options, the exercise of which is reported herein, were granted by the issuer to the Reporting Person on 02/18/2005. The stock options vested in equal one-fifth installments on 02/18/06, 02/18/07, 02/18/08, 02/18/09, and 02/18/10. The stock options were scheduled to expire on 02/18/2015

(3) The stock options, the exercise of which is reported herein, were granted by the issuer to the Reporting Person on 04/21/2005. The stock options vested in equal one-fifth installments on 04/21/06, 04/21/07, 04/21/08, 04/21/09 and 04/21/10. The stock options were scheduled to expire on 04/21/2015

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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