#### Edgar Filing: CAMERON INTERNATIONAL CORP - Form 4

#### CAMERON INTERNATIONAL CORP

Form 4 March 25, 2015

### 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

Number:

OMB

3235-0287

January 31, Expires: 2005

**OMB APPROVAL** 

Estimated average burden hours per

response... 0.5

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person \* **BALDWIN DENNIS S** 

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

CAMERON INTERNATIONAL

CORP [CAM]

(Check all applicable)

3. Date of Earliest Transaction

(Month/Day/Year)

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

03/24/2015

VP Controller and CAO

1333 WEST LOOP SOUTH, SUITE

(Street)

(State)

(First)

(Middle)

(Zip)

1700

(Last)

(City)

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

HOUSTON, TX 77027

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Owned Indirect (I) Following (Instr. 4)

Beneficial

Ownership

(Instr. 4)

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

(A)

or

Common 03/24/2015 Stock

F 147 (1) D 43.72

7.256

D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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. Transacti Code (Instr. 8)	Securities Acquired (A) or Disposed of (D)	Expiration D (Month/Day/ e	Date Exercisable and piration Date onth/Day/Year)		le and ant of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5)  (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BALDWIN DENNIS S 1333 WEST LOOP SOUTH SUITE 1700 HOUSTON, TX 77027

VP Controller and CAO

## **Signatures**

By: Grace B. Holmes For: Dennis S.
Baldwin
03/25/2015

\*\*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).

Payment of tax liability by withholding shares of stock upon the release of restricted stock units that were converted into Cameron common stock. The shares were previously reported on Form 3 dated March 24, 2014. The effective date of the Award Agreement is

(1) March 24, 2014, and the restricted stock units vest in three equal increments on March 24, 2015, 2016 and 2017. Shares were distributed to the recipient on March 24, 2015.

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.

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