Edgar Filing: CAMERON INTERNATIONAL CORP - Form 4

CAMERON INTERNATIONAL CORP

Form 4 May 11, 2015

FORM 4

subject to

Form 4 or

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

Check this box

if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Section 16.

Form 5 obligations may continue. See Instruction

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

1(b).

(Last)

(City)

1700

(Print or Type Responses)

1. Name and Address of Reporting Person * WILKINSON BRUCE W

2. Issuer Name and Ticker or Trading Symbol

CAMERON INTERNATIONAL

CORP [CAM]

3. Date of Earliest Transaction

(Month/Day/Year) 05/09/2015

1333 WEST LOOP SOUTH, SUITE

(Zip)

(Middle)

(Street)

(State)

(First)

4. If Amendment, Date Original

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

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner

Other (specify

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

Issuer

below)

X_ Director

Applicable Line)

Officer (give title

HOUSTON, TX 77027

1. Title of 2. Transaction Date 2A. Deemed Security (Instr. 3)

(Month/Day/Year) Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8)

(Instr. 3, 4 and 5) (A)

or

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership (Instr. 4) (Instr. 4)

Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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

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SEC 1474 (9-02)

OMB APPROVAL

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January 31,

2005

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

3. Transaction Date 3A. Deemed 1. Title of (Month/Day/Year) Execution Date, if Transaction of Derivative Expiration Date Conversion

5. Number

6. Date Exercisable and

7. Title and Amount of 8. Price Underlying Securities Deriva

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquires (A) or Disposes (D) (Instr. 3, and 5)	d d of	(Month/Day/	Year)	(Instr. 3 and 4)		Securi (Instr.
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock Units	\$ 0	05/09/2015 <u>(1)</u>		A	4,682		(1)	<u>(1)</u>	Common Stock	4,682	\$

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
WILKINSON BRUCE W 1333 WEST LOOP SOUTH SUITE 1700 HOUSTON, TX 77027	X						

Signatures

By: Grace B. Holmes For: Bruce W. Wilkinson 05/11/2015

**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).

On May 9, 2015 each of the Company's non-employee directors received a grant of 4,682 deferred stock units (DSUs) under the

(1) period. The grant vests in four equal quarterly increments on August 9, 2015, November 9, 2015, February 9, 2016, and May 9, 2016. The deferral period runs through May 9, 2018 unless further deferred by the recipient, or upon termination of board service, whichever date is the first to occur.

Company's Equity Incentive Plan. Each DSU represents a right to receive one share of Cameron common stock at the end of the deferred

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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