

DUCOMMUN INC /DE/  
Form 4  
May 04, 2007

**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 \*  
**WILLIAMS SAMUEL D**

(Last) (First) (Middle)

**DUCOMMUN  
INCORPORATED, 23301  
WILMINGTON AVENUE**

(Street)

**CARSON, CA 90745-6209**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**DUCOMMUN INC /DE/ [DCO]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**05/02/2007**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**VP & Controller**

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	05/02/2007		M	6,450 A \$ 15.8	7,200	D	
Common Stock	05/02/2007		M	1,250 A \$ 16.91	8,450	D	
Common Stock	05/02/2007		S	7,700 D \$ 28.127	750	D	
Common Stock	05/03/2007		M	4,800 A \$ 15.8	5,550	D	
Common Stock	05/03/2007		S	4,800 D \$ 28	750	D	

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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. Am or Num of Sha
Option-Right to Buy <sup>(1)</sup>	\$ 15.8	05/02/2007		M	6,450	07/18/2004 <sup>(2)</sup> 07/16/2010	Common Stock	6,
Option-Right to Buy <sup>(1)</sup>	\$ 16.91	05/02/2007		M	1,250	06/30/2006 07/16/2010	Common Stock	1,
Option-Right to Buy <sup>(1)</sup>	\$ 15.8	05/03/2007		M	4,800	07/18/2005 <sup>(3)</sup> 07/16/2010	Common Stock	4,

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILLIAMS SAMUEL D DUCOMMUN INCORPORATED 23301 WILMINGTON AVENUE CARSON, CA 90745-6209			VP & Controller	

**Signatures**

/s/ Samuel D. Williams  
Date: 05/04/2007  
\*\*Signature of Reporting Person

**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).

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The option represents the right to purchase common stock granted under the Ducommun Incorporated Employee Stock Option Plans, which are Rule 16b-3 plans.

(2) The option became exercisable as to 3,750 shares on July 18, 2004 and 2,700 shares on July 18, 2005

(3) The option became exercisable as to 1,050 shares on July 18, 2005 and 3,750 shares on July 18, 2006

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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