DUCOMMUN INC /DE/

Form 4 March 25, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

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Section 17(a) of th

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(b).

See Instruction

| 1. Name and Ad REARDON A | - | _ | 2. Issuer Name and Ticker or Trading Symbol DUCOMMUN INC /DE/ [DCO] | 5. Relationship of Reporting Person(s) to Issuer | | |
|-----------------------------|----------|----------|--|--|--|--|
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | (Check all applicable) | | |
| 23301 WILM | ` ′ | , | (Month/Day/Year) 03/23/2016 | X Director 10% Owner Officer (give title Other (specify below) Chairman & CEO | | |
| | (Street) | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | |
| CARSON, CA 90745 | | | Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| (City) | (State) | (Zip) | Table I - Non-Derivative Securities Acc | quired, Disposed of, or Beneficially Owned | | |

| (City) | (State) | Tabl | e I - Non-D | Derivative S | Securi | ities Acqu | iired, Disposed of | , or Beneficiall | y Owned |
|--------------------------------------|--------------------------------------|---|--------------------|--|--------------------------------|--------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Code (Instr. 8) | 4. Securit on(A) or Dis (Instr. 3, 4 | sposed 4 and 3 (A) or | of (D) 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) |
| Common Stock | 03/30/2016 | | Code V A | Amount 16,000 | (D) | Price \$ 0 | 128,424 | D | |
| Common Stock | 03/30/2016 | | A | 14,270 | A | \$ 0 | 142,694 | D | |
| Common Stock | 03/30/2016 | | F | 6,900 | D | \$ 15.92 | 135,794 | D | |

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

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number.

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. 5. Number of | | 6. Date Exercisable and | | 7. Title and Amount | |
|------------------|-------------|---------------------|--------------------|-----------------------|---------------------|-------------------------|-----------------|-----------------------|----------------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | TransactionDerivative | | Expiration Date | | Underlying Securities | |
| Security | or Exercise | | any | Code Securities | | (Month/Day/Year) | | (Instr. 3 and 4) | |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | tr. 8) Acquired (A) | | | | |
| | Derivative | | | | or Disposed of | | | | |
| | Security | | | | (D) | | | | |
| | | | | | (Instr. 3, 4, | | | | |
| | | | | | and 5) | | | | |
| | | | | | | Date Exercisable | Expiration Date | Title | Amour or Numbe |
| | | | | Code V | (A) (D) | | | | of Shar |
| Common Stock (1) | \$ 15.92 | 03/23/2016 | | A | 30,000 | 03/23/2017(2) | 03/22/2023 | Common Stock | 30,00 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|-------------------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| REARDON ANTHONY J 23301 WILMINGTON AVENUE CARSON, CA 90745 | X | | Chairman & CEO | | | | |

Signatures

Anthony J.

Reardon

**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 option represents the right to purchase common stock granted under the Ducommun Incorporated Employee Stock Option Plans, which are Rule 16b-3plans.
- (2) The option will vest in four equal installments on March 23, 2017, 2018, 2019 and 2020

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