DUCOMMUN INC /DE/

Form 4

December 02, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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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

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person ** Rogers Rose F			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)			
			(Month/Day/Year)	Director 10% Owner			
DUCOMMUN			11/30/2016	_X_ Officer (give title Other (specif			
INCORPORA	ATED, 2330	01		below) below) VP & Chief HR Officer			
WILMINGTO	ON AVE.			VI & Chief The Officer			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
				X Form filed by One Reporting Person			
CARSON C	A 90745			Form filed by More than One Reporting			

CARSON, CA 90745

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secur	ities Acqu	iired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit on(A) or Di (Instr. 3,	sposed 4 and : (A) or	of (D)	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	11/30/2016		M	10,000	A	\$ 21.61	30,089	D	
Common Stock	11/30/2016		M	11,250	A	\$ 22.84	41,339	D	
Common Stock	11/30/2016		F	18,155	D	\$ 29.04	23,184	D	

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

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Person

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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)

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. Transactio Code (Instr. 8)	5. Number of or 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 o Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Option - Right to Buy (1)	\$ 21.61	11/30/2016		M	10,000	07/27/2012(2)	07/26/2018	Common Stock	10,000
Option - Right to Buy (1)	\$ 22.84	11/30/2016		M	11,250	07/31/2014(3)	07/30/2020	Common Stock	11,250

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Rogers Rose F DUCOMMUN INCORPORATED 23301 WILMINGTON AVE. CARSON, CA 90745

VP & Chief HR Officer

Signatures

Rose F. Rogers 12/02/2016

**Signature of 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 vested as to 2,500 shares on each of July 27, 2012, 2013, 2014, 2015.
- (3) The option vested or will vest as to 3,750 shares on each of July 31, 2014, 2015, 2016, 2017.

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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