Burditt Frederic M. Form 4 April 06, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

may continue.

(Zip)

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Burditt Frederic M.

2. Issuer Name and Ticker or Trading

Issuer

5. Relationship of Reporting Person(s) to

below)

Symbol

CIRCOR INTERNATIONAL INC

(Check all applicable)

[CIR]

(Last) (First) (Middle) 3. Date of Earliest Transaction

Director 10% Owner Other (specify X_ Officer (give title

(Month/Day/Year)

04/02/2010

VP, CFO & Treasurer

C/O CIRCOR INTERNATIONAL, INC., 25 CORPORATE DRIVE STE 130

(Street)

(State)

(City)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Table I. Non-Desiration Constitute Assuring Dispersed of an Desertically Constitute

BURLINGTON, MA 01803

(011)	(2)	Table	e I - Non-De	erivative S	securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)	4. Securities on Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
		(Code V	Amount	(A) or	Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock	04/02/2010		M	2,278	A	<u>(1)</u>	6,558	D	
Common Stock	04/02/2010		F	724	D	(1)	5,834	D	
Common Stock	04/02/2010		M	1,367	A	<u>(2)</u>	7,201	D	
Common Stock	04/02/2010		F	435	D	<u>(2)</u>	6,766	D	

Edgar Filing: Burditt Frederic M. - Form 4

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (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)	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 Securities (Instr. 3 and 4)		8. Pr Deri Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(1)	04/02/2010		M	2,278	<u>(1)</u>	<u>(1)</u>	Common Stock	2,278	
Restricted Stock Units	<u>(2)</u>	04/02/2010		M	1,367	(2)	(2)	Common Stock	1,367	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Burditt Frederic M. C/O CIRCOR INTERNATIONAL, INC. 25 CORPORATE DRIVE STE 130 BURLINGTON, MA 01803

VP, CFO & Treasurer

Signatures

/s/ Alan J. Glass, Attorney-in-Fact 04/06/2010

**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 Restricted Stock Units (RSUs), the conversion of which is reported herein, are part of an RSU grant made to the Reporting Person on March 2, 2009 in connection with the Issuer's long-term equity incentive awards for the 2009 fiscal year. The RSUs granted on March 2,

Reporting Owners 2

Edgar Filing: Burditt Frederic M. - Form 4

2009 vest in equal installments on April 2, 2010, March 2, 2011, March 2, 2012, and March 2, 2013, and convert into shares of common stock on a one-for-one basis unless the Reporting Person previously selected a longer deferral period. This report reflects the vesting of the first installment of the RSUs and the Reporting Person's acquisition of the underlying shares less a withholding of a sufficient number of shares to pay applicable income taxes. The fair market value of the shares, based on the closing price of the Issuer's stock on April 2, 2010, is \$32.07.

The Restricted Stock Units (RSUs), the conversion of which is reported herein, were part of an RSU grant made to the Reporting Person on March 2, 2009 in connection with the Issuer's achievement of a return on invested capital target for the 2008 fiscal year. The RSUs granted on March 2, 2009 vest in equal installments on April 2, 2010, March 2, 2011, March 2, 2012, and March 2, 2013, and convert

(2) into shares of common stock on a one-for-one basis unless the Reporting Person previously selected a longer deferral period. This report reflects the vesting of the first installment of the RSUs and the Reporting Person's acquisition of the underlying shares less a withholding of a sufficient number of shares to pay applicable income taxes. The fair market value of the shares, based on the closing price of the Issuer's stock on April 2, 1010 is \$32.07.

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.