ROBBINS WAYNE F

Form 4 March 05, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **ROBBINS WAYNE F** Issuer Symbol CIRCOR INTERNATIONAL INC (Check all applicable) [CIR] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner _X__ Officer (give title _ Other (specify (Month/Day/Year) below) 30 CORPORATE DR., SUITE 200 03/01/2013 Executive V.P. and COO (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 Form filed by More than One Reporting BURLINGTON, MA 01803-4238 Person

(City)	(State) (Z	Zip) Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly 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 onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	03/01/2013		M	1,285	A	(1)	20,153	D	
Common Stock	03/01/2013		F	442	D	(1)	19,711	D	
Common Stock	03/01/2013		M	585	A	<u>(2)</u>	20,296	D	
Common Stock	03/01/2013		F	201	D	<u>(2)</u>	20,095	D	
Common Stock	03/01/2013		M	1,189	A	<u>(2)</u>	21,284	D	

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Common Stock	03/01/2013	F	381	D	(2)	20,903	D
Common Stock	03/02/2013	M	1,341	A	<u>(3)</u>	22,244	D
Common Stock	03/02/2013	F	461	D	<u>(3)</u>	21,783	D
Common Stock	03/02/2013	M	827	A	<u>(3)</u>	22,610	D
Common Stock	03/02/2013	F	285	D	<u>(3)</u>	22,325	D

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 $(e.g., \, {\rm puts}, \, {\rm calls}, \, {\rm warrants}, \, {\rm options}, \, {\rm convertible} \, {\rm securities})$

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)	Code	5. Number on f 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 Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	<u>(1)</u>	03/01/2013		M	1,285	04/01/2011	03/01/2020	Common Stock	1,28
Management Stock Purchase	<u>(2)</u>	03/01/2013		M	585	03/01/2013	03/01/2020	Common Stock	585
Management Stock Purchase	<u>(2)</u>	03/01/2013		M	1,189	03/01/2013	03/01/2020	Common Stock	1,18
Restricted Stock Unit	(3)	03/02/2013		M	1,341	04/02/2010	03/02/2019	Common Stock	1,34
Restricted Stock Unit	<u>(3)</u>	03/02/2013		M	827	04/02/2010	03/02/2019	Common Stock	827

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ROBBINS WAYNE F
30 CORPORATE DR.
SUITE 200
BURLINGTON, MA 01803-4238

Executive
V.P. and
COO

Signatures

/s/ Alan J. Glass, attorney-in-fact 03/04/2013

**Signature of Reporting Person Da

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).

The Restricted Stock Units (RSUs), the conversion of which are reported herein, were granted to the Reporting Person by the issuer as part of equity incentive grants made by the issuer on 3/01/10 utilizing a fair market value (FMV) of a share of the issuer's stock of \$30.91.

- (1) The RSU grant vests in equal portions over a three year period, and are received by the Reporting Person upon vesting, on a one-for-one basis unless the Reporting Person has previously chosen a longer deferral period. This report reflects the vesting of one-third portion of the original RSU grant and the acquisition by the Reporting Person of the underlying shares.
 - The Restricted Stock Units (RSUs), the conversion of which are reported herein, were issued to the Reporting Person pursuant to issuers Management Stock Purchase Plan (MSPP) on 3/1/10 utilizing a fair market value (FMV) of a share of issuers common stock of \$30.91.
- (2) RSUs are issued in whole units on the basis of a 33% discount from FMV of the issuer's common stock on the date the underlying bonus is determined (\$20.71 in this case) and generally vest 3 years from date of grant, at which time they convert into shares of common stock unless the executive has previously selected a longer deferral period. Acquisition price reflects the 33% discount to FMV of issuers stock on grant date. This report reflects the acquisition by the Reporting Person of the common stock underlying the RSUs.
 - The Restricted Stock Units (RSUs), the conversion of which are reported herein, were granted to the Reporting Person by the issuer as part of equity incentive grants made by the issuer on 3/02/09 utilizing a fair market value (FMV) of a share of the issuer's stock of \$22.23.
- (3) The RSU grant vests in equal portions over a four year period, and are received by the Reporting Person upon vesting, on a one-for-one basis unless the Reporting Person has previously chosen a longer deferral period. This report reflects the vesting of one-fourth portion of the original RSU grant and the acquisition by the Reporting Person of the common stock underlying the RSUs minus sufficient shares withheld by the issuer at the request of the Reporting Person as necessary to pay applicable income taxes.

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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