

Edgar Filing: DXP ENTERPRISES INC - Form 144

DXP ENTERPRISES INC
 Form 144
 July 28, 2005

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

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
 PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION: Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker

1(a) NAME OF ISSUER (Please type or print)
 DXP Enterprise, Inc

1(b) IRS IDENT. NO. 76-0509661 (c) SEC FILE NO. 000-21513

1(d) ADDRESS OF ISSUER STREET
 7272 Pinemont Drive

1(d) CITY STATE ZIP CODE
 Houston TX 77040

1(e) TELEPHONE: AREA CODE: 713 NUMBER: 996-4700

2(a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD
 John M. Wappler

2(b) IRS IDENT. NO. (c) RELATIONSHIP TO ISSUER
 Sr. Vice President Sales

2(d) ADDRESS STREET
 7272 Pinemont Drive

2(d) CITY STATE ZIP CODE
 Houston TX 77040

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the SEC File Number.

| 3(a) Title Class of Securities To be sold | (b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker Who is Acquiring The Securities | SEC USE | | (d) Aggregate of Shares or Other standing | (e) Number of Shares or Other Units | (f) Date of Sale | (g) Approximate Each Exchange |
|---|--|---|---|---|---|---------------------------|--|
| | | ONLY Broker- of Number or Sold | (c) Market File or Units To be | | | | |
| Common | CitiGroup Global Mkts 5065 Westheimer, #900E Houston, TX 77057 | 145,825 | 1,691,570 | 4,231,113 | July 27, 2005 | Nasdaq or after | |

INSTRUCTIONS:

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1. (a) Name of issuer
 - (b) Issuer's I.R.S. Identification Number
 - (c) Issuer's S.E.C. file number, if any
 - (d) Issuer's address, including zip code
 - (e) Issuer's telephone number, including area code

2. (a) Name of person for whose account the securities are to be sold
 - (b) Such person's I.R.S. identification number, if such person is an entity
 - (c) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
 - (d) Such person's address, including zip code

3. (a) Title of the class of securities to be sold
 - (b) Name and address of each broker through whom the securities are intended to be sold
 - (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
 - (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
 - (e) Number of shares or other units of the class outstanding, or if debit securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
 - (f) Approximate date on which the securities are to be sold
 - (g) Name of each securities exchange, if any, on which the securities are intended to be sold

TABLE I - SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

| Title of Class | Date you Acquired | Nature of Transaction | Nature of Acquisition From Whom Acquired | Name of Person of Securities Acquired | Amount of Securities | Date of Payment | Nature of Payment |
|----------------|----------------------|---------------------------|--|---------------------------------------|----------------------|---------------------------------|-------------------|
| Common | 05/29/97 | Conversion Of Sepco Stock | | Issuer | 87,825 | N/A | N/A |
| Common | On or After 07/27/05 | Stock Option | DXP Enterprises, Inc. | | 58,000 | Upon Exercise or after 07/27/05 | Cash |

-----INSTRUCT

1. If the securities were purchased and full payment therefore was not made in cash at the time of
2. If within two years after the acquisition of the securities the person for whose account they are to be sold had any short positions, put or other option to dispose of securities referred to in paragraph (d) (3) of Rule 144, furnish full information with respect thereto.

TABLE II - SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

| Name and Address of Seller of Securities | Title of Sale | Title of Securities | Date of Proceeds | Amount of | Gross |
|--|---------------|---------------------|------------------|-----------|-------|
|--|---------------|---------------------|------------------|-----------|-------|

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To be Sold

Sold

REMARKS:

INSTRUCTIONS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION:

The person for whose account the securities to which this notice relates are to sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which have not been publicly disclosed.

July 27, 2005

/s/ John M. Wappler

(DATE OF NOTICE)

(SIGNATURE)

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed.

Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001).