

DUCOMMUN INC /DE/

Form 4

August 27, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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

## OMB APPROVAL

OMB  
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2005  
Estimated average  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HEISER JAMES S**

(Last) (First) (Middle)

**DUCOMMUN  
INCORPORATED, 23301  
WILMINGTON AVENUE**

(Street)

**CARSON, CA 90745-6209**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**DUCOMMUN INC /DE/ [DCO]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**08/23/2007**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify  
below) below)

VP and General Counsel

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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 Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	08/23/2007		M		3,750	A \$ 19.9	10,569 D
Common Stock	08/23/2007		M		250	A \$ 19.05	10,819 D
Common Stock	08/23/2007		S		500	D \$ 29.05	10,319 D
Common Stock	08/23/2007		S		100	D \$ 29.04	10,219 D
Common Stock	08/23/2007		S		100	D \$ 29.03	10,119 D

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Common Stock	08/23/2007	S	100	D	\$ 29.01	10,019	D
Common Stock	08/23/2007	S	200	D	\$ 29	9,819	D
Common Stock	08/23/2007	S	200	D	\$ 28.99	9,619	D
Common Stock	08/23/2007	S	200	D	\$ 28.98	9,419	D
Common Stock	08/23/2007	S	100	D	\$ 28.94	9,319	D
Common Stock	08/23/2007	S	100	D	\$ 28.92	9,219	D
Common Stock	08/23/2007	S	1,000	D	\$ 28.9	8,219	D
Common Stock	08/23/2007	S	100	D	\$ 28.86	8,119	D
Common Stock	08/23/2007	S	100	D	\$ 28.84	8,019	D
Common Stock	08/23/2007	S	300	D	\$ 28.51	7,719	D
Common Stock	08/23/2007	S	200	D	\$ 28.49	7,519	D
Common Stock	08/23/2007	S	700	D	\$ 28.45	6,819	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., 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. 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. Amount or Number of	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of

										Shares
Option - Right to Buy <sup>(1)</sup>	\$ 19.9	08/23/2007		M	3,750	06/23/2007	06/22/2011	Common Stock		3,750
Option - Right to Buy <sup>(1)</sup>	\$ 19.05	08/23/2007		M	250	06/26/2007	06/25/2013	Common Stock		250

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HEISER JAMES S DUCOMMUN INCORPORATED 23301 WILMINGTON AVENUE CARSON, CA 90745-6209			VP and General Counsel	

## Signatures

/s/ James S.  
Heiser

08/27/2007

    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-3 plans.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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