Burditt Frederic M. Form 4 April 08, 2013

FORM 4

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average burden hours per response... 0.5

OMB APPROVAL

3235-0287

Form 4 or 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

1(b).

(Print or Type Responses)

1. Name and Ad Burditt Frede	Symbol	CIRCOR INTERNATIONAL INC				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	(First) (M		3. Date of Earliest Transaction (Month/Day/Year)				Director 10% OwnerX_ Officer (give title Other (specify				
30 CORPOR		(Month/Day/Year) 04/05/2013				below) Vice President & CFO					
	(Street) 4. If Ame			ndment, Date Original				6. Individual or Joint/Group Filing(Check			
	Filed(Mon	onth/Day/Year)				Applicable Line)					
BURLINGT					_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(State) (Z	Zip) Table	e I - Non-D	erivative S	Secur	ities Ac	quired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3.	4. Securi		~**	5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect		
(Instr. 3)	(Month/Day/Tear)	any	tte, if TransactionAcquired (A) or Code Disposed of (D)				Beneficially	(D) or	Beneficial		
(,		(Month/Day/Year)	1				Owned Indirect (I) Ownership				
							Following	(Instr. 4)	(Instr. 4)		
					(A)		Reported Transaction(s)				
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock	04/05/2013		M	1,259	A	<u>(1)</u>	27,576	D			
Common	04/05/2013		E	400	D	(1)	27 176	D			

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

F

400

D

<u>(1)</u>

04/05/2013

Stock

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SEC 1474

(9-02)

27,176

D

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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. Transacti Code (Instr. 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	<u>(1)</u>	04/05/2013		M		1,259	04/05/2013	03/05/2022	Common Stock	1,259

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Burditt Frederic M. 30 CORPORATE DR. SUITE 200 BURLINGTON, MA 01803-4238

Vice President & CFO

Signatures

/s/ Alan J. Glass, attorney-in-fact 04/05/2013

**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).

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 3/5/12 utilizing a fair market value (FMV) of a share of the issuers stock of \$32.76.

(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. The report reflects the vesting of the one-third 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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