MICHAEL BAKER CORP
Form 4
October 15, 2013

FORM 4

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

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Foglesong Robert H

(Last) (First) (Middle)

100 AIRSIDE DRIVE

(Street)

MOON TOWNSHIP, PA 15108

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
MICHAEL BAKER CORP [BKR]

3. Date of Earliest Transaction (Month/Day/Year)
10/11/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/11/2013		U		12,000	D	$ 40.5	0	D	

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

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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)	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. D S (I
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	$ 20.28	10/11/2013		D			2,000	05/30/2007	11/30/2016	Common Stock	2,000	
Stock Option (right to buy)	$ 26.86	10/11/2013		D			2,000	10/20/2007	04/20/2017	Common Stock	2,000	
Stock Option (right to buy)	$ 37.525	10/11/2013		D			2,000	03/10/2009	09/10/2018	Common Stock	2,000	
Stock Option (right to buy)	$ 40.455	10/11/2013		D			2,000	11/29/2009	05/29/2019	Common Stock	2,000	
Stock Option (right to buy)	$ 37.225	10/11/2013		D			2,000	11/27/2010	05/27/2020	Common Stock	2,000	
Stock Option (right to buy)	$ 25.18	10/11/2013		D			2,000	11/26/2011	05/26/2021	Common Stock	2,000	
Stock Option (right to buy)	$ 22.95	10/11/2013		D			2,000	12/01/2012	05/31/2022	Common Stock	2,000	
Stock Option (right to buy)	$ 27.06	10/11/2013		D			2,000	(1)	07/01/2023	Common Stock	2,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Foglesong Robert H 100 AIRSIDE DRIVE MOON TOWNSHIP, PA 15108	X			

Signatures

/s/Foglesong, Robert H.	10/14/2013
**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).

(1) Stock Options became exerciseable as to all of the shares upon effectiveness of the merger of Michael Baker Corporation with and into CDL Acquisition Co. Inc. on October 11, 2013.

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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