Edgar Filing: RTI INTERNATIONAL METALS INC - Form 4

RTI INTERNATIONAL METALS INC

Form 4 July 27, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person *

(First)

(Street)

(State)

(Middle)

(Zip)

5. Relationship of Reporting Person(s) to

Issuer

Hess David P

Symbol RTI INTERNATIONAL METALS

2. Issuer Name and Ticker or Trading

INC [RTI]

_X__ Director 10% Owner

(Check all applicable)

3. Date of Earliest Transaction

(Month/Day/Year) 07/21/2015

below)

Other (specify Officer (give title

1550 CORAOPOLIS HEIGHTS ROAD, SUITE 500

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

PITTSBURGH, PA 15108

(City)	(511110)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of	2. Transaction Date	2A. Deemed	3.	3. 4. Securities			5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	TransactionAcquired (A) or			or	Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	de Disposed of (D)			Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)		Owned	Indirect (I)	Ownership		
						Following	(Instr. 4)	(Instr. 4)		
					(4)		Reported			
					(A)		Transaction(s)			
			Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common	07/01/0017			0.574		Φ.Ω	4.105	ъ		
Stock	07/21/2015		A	2,574	A	\$ 0	4,185	D		
Common	07/23/2015		D	4,185	D	<u>(1)</u>	0	D		
Stock										

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

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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	2.	3. Transaction Date		4.	5.	6. Date Exer		7. Title		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Date		Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secur
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security	Acquired								Follo	
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable Date	Title Numb	Number			
							Date		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships

Reporting Owner Name / Address

10% Director Officer Other Owner

Hess David P 1550 CORAOPOLIS HEIGHTS ROAD, SUITE 500 PITTSBURGH, PA 15108

X

Signatures

/s/ Chad Whalen, as Attorney-in-Fact

07/27/2015

**Signature of Reporting Person

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).

Includes (a) 1,611 shares of Issuer common stock disposed of pursuant to a merger agreement among the Issuer, Alcoa, Inc. and Ranger Ohio Corporation (the "Merger Agreement") in exchange for the right to receive (i) 2.8315 shares of common stock of Alcoa, Inc.

(1) (market value \$9.96 per share) and (ii) any applicable cash in lieu of fractional shares (together, the "Merger Consideration"), and (b) 2,574 restricted shares, which fully vested and were disposed of pursuant to the Merger Agreement in exchange for the right to receive the Merger Consideration.

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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