

ROMICK STEVEN T
Form 4
November 06, 2017

FORM 4

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

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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ATWOOD J RICHARD

2. Issuer Name and Ticker or Trading Symbol
ESTERLINE TECHNOLOGIES CORP [ESL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
11601 WILSHIRE BLVD., SUITE 1200

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/02/2017

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

LOS ANGELES, CA 90025

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

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

(City) (State) (Zip)

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	11/02/2017			S 2,136 D	\$ 95.1959 (1) 31,608	I	See Footnotes (2) (8) (9) (10) (11)
Common Stock	11/02/2017			S 3,168 D	\$ 95.1959 (1) 46,888	I	See Footnotes (3) (8) (9) (10) (11)
Common Stock	11/02/2017			S 310 D	\$ 95.1959 (1) 7,126	I	See Footnotes (4) (8) (9)

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									<u>(10)</u> <u>(11)</u>
Common Stock	11/02/2017	S	4,687	D	\$ <u>(1)</u>	95.1959	107,863	I	See Footnotes <u>(5)</u> <u>(8)</u> <u>(9)</u> <u>(10)</u> <u>(11)</u>
Common Stock	11/02/2017	S	2,823	D	\$ <u>(1)</u>	95.1959	64,961	I	See Footnotes <u>(6)</u> <u>(8)</u> <u>(9)</u> <u>(10)</u> <u>(11)</u>
Common Stock	11/02/2017	S	666	D	\$ <u>(1)</u>	95.1959	15,331	I	See Footnotes <u>(7)</u> <u>(8)</u> <u>(9)</u> <u>(10)</u> <u>(11)</u>
Common Stock	11/02/2017	S	116,329	D	\$ <u>(1)</u>	95.1959	2,676,575	I	See Footnotes <u>(12)</u> <u>(13)</u>
Common Stock	11/02/2017	S	268	D	\$ <u>(14)</u>	95.7817	31,340	I	See Footnotes <u>(2)</u> <u>(8)</u> <u>(9)</u> <u>(10)</u> <u>(11)</u>
Common Stock	11/02/2017	S	398	D	\$ <u>(14)</u>	95.7817	46,490	I	See Footnotes <u>(3)</u> <u>(8)</u> <u>(9)</u> <u>(10)</u> <u>(11)</u>
Common Stock	11/02/2017	S	39	D	\$ <u>(14)</u>	95.7817	7,087	I	See Footnotes <u>(4)</u> <u>(8)</u> <u>(9)</u> <u>(10)</u> <u>(11)</u>
Common Stock	11/02/2017	S	589	D	\$ <u>(14)</u>	95.7817	107,274	I	See Footnotes <u>(5)</u> <u>(8)</u> <u>(9)</u> <u>(10)</u> <u>(11)</u>
Common Stock	11/02/2017	S	355	D	\$ <u>(14)</u>	95.7817	64,606	I	See Footnotes <u>(6)</u> <u>(8)</u> <u>(9)</u> <u>(10)</u> <u>(11)</u>
Common Stock	11/02/2017	S	84	D	\$ <u>(14)</u>	95.7817	15,247	I	See Footnotes <u>(7)</u> <u>(8)</u> <u>(9)</u> <u>(10)</u> <u>(11)</u>
Common Stock	11/02/2017	S	14,607	D	\$ <u>(14)</u>	95.7817	2,661,968	I	See Footnotes <u>(12)</u> <u>(13)</u>
Common Stock	11/03/2017	S	146	D	\$ 95.2103		31,194	I	See Footnotes

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					<u>(15)</u>			<u>(2) (8) (9)</u> <u>(10) (11)</u>
Common Stock	11/03/2017	S	217	D	\$ <u>95.2103</u> <u>(15)</u>	46,273	I	See Footnotes <u>(3) (8) (9)</u> <u>(10) (11)</u>
Common Stock	11/03/2017	S	21	D	\$ <u>95.2103</u> <u>(15)</u>	7,066	I	See Footnotes <u>(4) (8) (9)</u> <u>(10) (11)</u>
Common Stock	11/03/2017	S	322	D	\$ <u>95.2103</u> <u>(15)</u>	106,952	I	See Footnotes <u>(5) (8) (9)</u> <u>(10) (11)</u>
Common Stock	11/03/2017	S	194	D	\$ <u>95.2103</u> <u>(15)</u>	64,412	I	See Footnotes <u>(6) (8) (9)</u> <u>(10) (11)</u>
Common Stock	11/03/2017	S	46	D	\$ <u>95.2103</u> <u>(15)</u>	15,201	I	See Footnotes <u>(7) (8) (9)</u> <u>(10) (11)</u>
Common Stock	11/03/2017	S	7,985	D	\$ <u>95.2103</u> <u>(15)</u>	2,653,983	I	See Footnotes <u>(12) (13)</u>
Common Stock	11/06/2017	S	305	D	\$ <u>95.0482</u> <u>(16)</u>	30,889	I	See Footnotes <u>(2) (8) (9)</u> <u>(10) (11)</u>
Common Stock	11/06/2017	S	453	D	\$ <u>95.0482</u> <u>(16)</u>	45,820	I	See Footnotes <u>(3) (8) (9)</u> <u>(10) (11)</u>
Common Stock	11/06/2017	S	44	D	\$ <u>95.0482</u> <u>(16)</u>	7,022	I	See Footnotes <u>(4) (8) (9)</u> <u>(10) (11)</u>
Common Stock	11/06/2017	S	670	D	\$ <u>95.0482</u> <u>(16)</u>	106,282	I	See Footnotes <u>(5) (8) (9)</u> <u>(10) (11)</u>
Common Stock	11/06/2017	S	403	D	\$ <u>95.0482</u> <u>(16)</u>	64,009	I	See Footnotes <u>(6) (8) (9)</u> <u>(10) (11)</u>

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Common Stock	11/06/2017	S	95	D	\$ 95.0482 (16)	15,106	I	See Footnotes (7) (8) (9) (10) (11)
Common Stock	11/06/2017	S	16,619	D	\$ 95.0482 (16)	2,637,364	I	See Footnotes (12) (13)

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 3 and 4)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ATWOOD J RICHARD 11601 WILSHIRE BLVD. SUITE 1200 LOS ANGELES, CA 90025		X		
ROMICK STEVEN T 11601 WILSHIRE BLVD. SUITE 1200 LOS ANGELES, CA 90025		X		
Selmo Brian A. 11601 WILSHIRE BLVD. SUITE 1200		X		

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securities of the Issuer held by the Private Investment Funds as a Partner of FPA. Mr. Mark Landecker may be deemed to share voting and/or investment power over the securities of the Issuer held by FPA Global Opportunity, FPA Select Drawdown and FPA Select as Portfolio Manager of such funds, and over the securities of the Issuer held by the Private Investment Funds as a Partner of FPA. FPA and Messrs. Atwood, Romick, Selmo and Landecker may be deemed to have a pecuniary interest in a portion of the securities held directly by the Private Investment Funds due to FPA's right to receive performance-based allocations.

- (10) (Continued from Footnote 9) In addition, Messrs. Romick, Selmo and Landecker may be deemed to have an indirect pecuniary interest in a portion of the securities held directly by FPA Global Opportunity, FPA Select and FPA Hawkeye due to their respective ownership interests in such Private Investment Funds, Messrs. Romick and Selmo may be deemed to have an indirect pecuniary interest in a portion of the securities held directly by FPA Value Partners due to their respective ownership interests in such Private Investment Fund, and Mr. Romick may be deemed to have an indirect pecuniary interest in a portion of the securities held directly by FPA Hawkeye-7 due to his ownership interest in such Private Investment Fund.

- (11) (Continued from Footnote 10) Each of FPA and Messrs. Atwood, Romick, Selmo and Landecker disclaims beneficial ownership of securities of the Issuer held directly by the Private Investment Funds except to the extent of their pecuniary interest therein, and this report shall not be deemed an admission that any of FPA or Messrs. Atwood, Romick, Selmo or Landecker is the beneficial owner of such securities for purposes of Section 16 or any other purpose.

- (12) Shares of common stock of the Issuer held directly by FPA Crescent Fund, a series of FPA Funds Trust ("FPA Crescent Fund"). FPA is the investment adviser of FPA Crescent Fund and may be deemed to share voting and/or investment power over shares of common stock of the Issuer held by FPA Crescent Fund. In addition, Mr. Atwood may be deemed to share voting and/or investment power over shares of common stock of the Issuer held by FPA Crescent Fund as a Managing Partner of FPA.

- (13) (Continued from Footnote 12) Mr. Romick may be deemed to share voting and/or investment power over shares of common stock of the Issuer held by FPA Crescent Fund as a Portfolio Manager of FPA Crescent Fund and Managing Partner of FPA. Messrs. Selmo and Landecker may be deemed to share voting and/or investment power over shares of common stock of the Issuer held by FPA Crescent Fund as Portfolio Managers of FPA Crescent Fund and Partners of FPA. FPA only receives an asset-based management fee for serving as investment adviser to FPA Crescent Fund and therefore does not have any pecuniary interest in the securities of the Issuer held by FPA Crescent Fund.

- (14) The sale price for common stock of the Issuer reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$95.6375 to \$96.25, inclusive.

- (15) The sale price for common stock of the Issuer reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$95.00 to \$95.60, inclusive.

- (16) The sale price for common stock of the Issuer reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$95.00 to \$95.30, inclusive.

Remarks:

Due to the limitation on the number of filing persons per Form 4, First Pacific Advisors, LLC ("FPA"), FPA Crescent Fund, a

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