

CIRCOR INTERNATIONAL INC

Form 3/A

November 04, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Mehrotra Sumit

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

10/26/2016

3. Issuer Name and Ticker or Trading Symbol
CIRCOR INTERNATIONAL INC [CIR]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☐ Officer ☐ Other

(give title below) (specify below)

Group Pres, Adv Flow Solutions

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

11/02/2016

30 CORPORATE DRIVE,
SUITE 200

(Street)

BURLINGTON,Â MAÂ 01803

(City)

(State)

(Zip)

1. Title of Security
(Instr. 4)

Common Stock

Table I - Non-Derivative Securities Beneficially Owned2. Amount of Securities Beneficially Owned
(Instr. 4)

937

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

D

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and Expiration Date
(Month/Day/Year)

Date Exercisable

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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| | | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|--------------------------------|---------------------------|--------------------|-----------------|----------------------------------|----------|----------------------------------|---|
| Restricted Stock Unit | Â ⁽¹⁾ | 11/04/2023 | Common Stock | 156 | \$ 0 | D | Â |
| Restricted Stock Unit | Â ⁽²⁾ | 03/03/2024 | Common Stock | 117 | \$ 0 | D | Â |
| Restricted Stock Unit | Â ⁽³⁾ | 11/04/2024 | Common Stock | 626 | \$ 0 | D | Â |
| Restricted Stock Unit | Â ⁽⁴⁾ | 02/23/2025 | Common Stock | 452 | \$ 0 | D | Â |
| Restricted Stock Unit | Â ⁽⁵⁾ | 02/23/2026 | Common Stock | 2,187 | \$ 0 | D | Â |
| Restricted Stock Unit (MSP) | 02/23/2018 ⁽⁶⁾ | 02/23/2025 | Common Stock | 1,851 | \$ 0 | D | Â |
| Restricted Stock Unit (MSP) | 02/23/2019 ⁽⁶⁾ | 02/23/2026 | Common Stock | 42 | \$ 0 | D | Â |
| Stock Options | Â ⁽⁷⁾ | 03/03/2021 | Common Stock | 984 | \$ 71.56 | D | Â |
| Stock Options | Â ⁽⁸⁾ | 02/23/2022 | Common Stock | 1,959 | \$ 51.84 | D | Â |
| Stock Options | Â ⁽⁹⁾ | 02/23/2023 | Common Stock | 4,200 | \$ 38.89 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------|---------------|-----------|----------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Mehrotra Sumit 30 CORPORATE DRIVE, SUITE 200 BURLINGTON, MA 01803 | Â | Â | Â Group Pres, Adv Flow Solutions | Â |

Signatures

/s/ Rajeev Bhalla, attorney
in-fact 11/04/2016

 **Signature of Reporting Person

 Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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 Restricted Stock Units (RSUs) granted herein are in connection with the Company's long-term incentive plan. The RSUs reported herein represent the original grant of 468 RSUs. The original award vests in 3 equal installments on December 4, 2014, November 4, 2015 and November 4, 2016 and convert into shares of common stock on a one-for-one basis unless the executive previously has selected a longer deferral period. Market price at time of grant was \$75.04.

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- (2) The Restricted Stock Units (RSUs) granted herein are in connection with the Company's long-term incentive plan. The RSUs reported herein represent the original grant of 351 RSUs. The original award vests in 3 equal installments on April 3, 2015, March 3, 2016 and March 3, 2017 and convert into shares of common stock on a one-for-one basis unless the executive previously has selected a longer deferral period. Market price at time of grant was \$71.56.
- (3) The Restricted Stock Units (RSUs) granted herein are in connection with the Company's long-term incentive plan. The RSUs reported herein represent the original grant of 939 RSUs. The original award vests in 3 equal installments on December 4, 2015, November 4, 2016 and November 4, 2017 and convert into shares of common stock on a one-for-one basis unless the executive previously has selected a longer deferral period. Market price at time of grant was \$74.65.
- (4) The Restricted Stock Units (RSUs) granted herein are in connection with the Company's long-term incentive plan. The RSUs reported herein represent the original grant of 678 RSUs. The original award vests in 3 equal installments on March 23, 2016, February 23, 2017 and February 23, 2018 and convert into shares of common stock on a one-for-one basis unless the executive previously has selected a longer deferral period. Market price at time of grant was \$51.84.
- (5) The Restricted Stock Units (RSUs) granted herein are in connection with the Company's long-term incentive plan. The RSUs reported herein represent the original grant of 2,187 RSUs. The original award vests in 3 equal installments on March 23, 2017, February 23, 2018 and February 23, 2019 and convert into shares of common stock on a one-for-one basis unless the executive previously has selected a longer deferral period. Market price at time of grant was \$38.89.
- (6) This Restricted Stock Units (RSUs) grant is issued pursuant to a provision of the issuer Management Stock Purchase Plan (MSPP) whereby certain executives may make an advance election to receive RSUs in lieu of a specified percentage or dollar amount of that executives annual incentive cash bonus under the bonus plan applicable to the executive. The RSUs are issued in whole units at a 33% discount from fair market value of the issuers common stock on the date the underlying bonus is determined and generally vest 3 years from the date of the grant, at which time the RSUs convert into shares of common stock on a one-for-one basis unless the executive previously elected a longer deferral period.
- (7) The option vests in equal annual installments over a 3-year period commencing March 3, 2015.
- (8) The option vests in equal annual installments over a 3-year period commencing February 23, 2016.
- (9) The option vests in equal annual installments over a 3-year period commencing February 23, 2017.

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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