DXP ENTERPRISES INC

Form 5 April 30, 2008

OMB APPROVAL FORM 5 **OMB**

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

2005 Estimated average burden hours per response... 1.0

Number:

Expires:

3235-0362

January 31,

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4

Transactions Reported

(Last)

1. Name and Address of Reporting Person * Strader Charles R

(First)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

DXP ENTERPRISES INC [DXPE]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)

X Director 10% Owner _X__ Officer (give title Other (specify below) below)

7272 PINEMONT DRIVE

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

12/31/2007

6. Individual or Joint/Group Reporting

(check applicable line)

CFO Precision (subsidiary)

HOUSTON, TXÂ 77040

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

Person

(City)

1.Title of

Security

(Instr. 3)

(State)

(Month/Day/Year)

(Zip)

(Month/Day/Year)

2. Transaction Date 2A. Deemed

(Middle)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Transaction Execution Date, if

Code

(Instr. 8)

4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Beneficially Owned at end

6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)

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

(A) Amount (D) Price

Fiscal Year (Instr. 3 and 4)

of Issuer's

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 2270 (9-02)

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	3A. Deemed	4.	5.	6. Date Exercisable and Expiration	7. Title and Amour
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Date	Underlying Securit
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)
(Instr 3)	Price of		(Month/Day/Year)	(Instr 8)	Derivative		

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Derivative Securities
Security Acquired
(A) or
Disposed

of (D) (Instr. 3, 4, and 5)

(A) (D) Date Exercisable Expiration Date Title

or Num of Sh

Amo

DXP

Restricted Stock $\$ \ 0$ \hat{A} \hat{A} \hat{A} \hat{A} \hat{A} \hat{A} \hat{A} 09/10/2008(1) 09/10/2012(1) Common 10, Stock

Units

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Strader Charles R

7272 PINEMONT DRIVE X CFO Precision (subsidiary) HOUSTON, TXÂ 77040

Signatures

Charles R. 04/30/2008 Strader

**Signature of Date
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).
- (1) The terms of the grant provide for vesting in equal installments over five years on the anniversary of the grant date, September 10, 2007. Note: File three copies of this Form, one of which must be manually signed. If space provided 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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