CURTISS WRIGHT CORP

Form 4 March 10, 2014

FORM 4

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

OMB Number: 3235-0287

Estimated average

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

response... 0.5

1(b).

(Print or Type Responses)

	•						
1. Name and Address of Reporting Person * DENTON MICHAEL J			2. Issuer Name and Ticker or Trading Symbol CURTISS WRIGHT CORP [CW]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
C/O CURTISS-WRIGHT CORPORATION, 10 WATERVIEW BOULEVARD			(Month/Day/Year) 03/07/2014	Director 10% OwnerX Officer (give title Other (specify below) Former VP and Secetary			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
PARSIPPAN	Y, NJ 07054	1	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Ov								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership I Form: I Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common			Code V	Amount	(D)	Price				
Stock	03/07/2014		M	6,889	A	\$ 54 (1)	32,326.6811	D		
Common Stock	03/07/2014		M	5,379	A	\$ 36.73 (1)	\$ 37,705.6811	D		
Common Stock	03/07/2014		M	6,867	A	\$ 30.12 (1)	44,572.6811	D		
Common Stock	03/07/2014		S(4)	19,135	D	\$ 66.248 (3)	25,437.6811	D		
Common Stock	03/10/2014		M	9,791	A	\$ 30.12 (1)	35,228.6811	D		

Edgar Filing: CURTISS WRIGHT CORP - Form 4

Common Stock	03/10/2014	M	16,264	A	\$ 30.9	51,492.6811	D
Common Stock	03/10/2014	M	1,145	A	\$ 29.88	52,637.6811	D
Common Stock	03/10/2014	S(4)	27,200	D	\$ 65.2728 (3)	25,437.6811	D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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. Transactic Code (Instr. 8)	5. Number of or 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Common Stock	\$ 54	03/07/2014		M		6,889	11/17/2008	11/17/2017	Common Stock	6,889
Option to Purchase Common Stock	\$ 36.73	03/07/2014		M		5,379	11/20/2007	11/20/2016	Common Stock	5,379
Option to Purchase Common Stock	\$ 30.12	03/07/2014		M		16,658	11/15/2009	11/15/2018	Common Stock	16,658
Option to Purchase Common Stock	\$ 30.9	03/10/2014		M		16,264	11/17/2010	11/17/2019	Common Stock	16,264
Option to Purchase Common	\$ 29.88	03/10/2014		M		1,145	11/15/2011	11/15/2020	Common Stock	1,145

Stock

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DENTON MICHAEL J C/O CURTISS-WRIGHT CORPORATION 10 WATERVIEW BOULEVARD PARSIPPANY, NJ 07054

Former VP and Secetary

Signatures

Paul J. Ferdenzi by Power of Attorney for Michael J. Denton

03/10/2014

**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) The purchase price reflects the exercise price of an employee stock option awarded to employees under the Company's Omnibus Long Term Incentive Plan.
- (2) There is no price associated with acquiring this derivative security since it was acquired pursuant to an employee benefit transaction under the Company's Omnibus Long Term Incentive Plan.
- (3) The sales price reflects the daily weighted average price.
- (4) Reporting person is selling shares as a result of his retirement from the Company.

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.

Reporting Owners 3