

CURTISS WRIGHT CORP  
Form 4  
March 07, 2014

**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 \*  
**BENANTE MARTIN R**

(Last) (First) (Middle)

**C/O CURTISS-WRIGHT CORPORATION, 10 WATERVIEW BOULEVARD**

(Street)

**PARSIPPANY, NJ 07054**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**CURTISS WRIGHT CORP [CW]**

3. Date of Earliest Transaction (Month/Day/Year)  
**03/05/2014**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Executive Chairman

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

**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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  |                                | Code V  | Amount  | Price  |  |
| Common Stock                    | 03/05/2014                           |  | M                              | 6,973   | A   | \$ 27.92<br>(2)  | 134,535.5108 D                             |
| Common Stock                    | 03/05/2014                           |  | M                              | 927   | A   | \$ 36.73<br>(2)  | 135,462.5108 D                             |
| Common Stock                    | 03/05/2014                           |  | S                              | 7,900   | D   | \$ 67.9587<br>(1)  | 127,562.5108 D                             |

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

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SEC 1474 (9-02)

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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 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Option to Purchase Common Stock            | \$ 27.92   | 03/05/2014                           |  | M                              | 6,973   | 11/16/2006 11/16/2015                                    | Common Stock  | 6,973                      |
| Option to Purchase Common Stock            | \$ 36.73   | 03/05/2014                           |  | M                              | 927   | 11/20/2007 11/20/2016                                    | Common Stock  | 927                        |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                    |       |
|--|---------------|-----------|--------------------|-------|
|  | Director      | 10% Owner | Officer            | Other |
| BENANTE MARTIN R<br>C/O CURTISS-WRIGHT CORPORATION<br>10 WATERVIEW BOULEVARD<br>PARSIPPANY, NJ 07054 | X             |           | Executive Chairman |       |

## Signatures

Paul J. Ferdenzi by Power of Attorney for Martin R. Benante 03/07/2014

\*\*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 is the weighted average sales price for all shares sold on the NYSE on March 5, 2014.

(2) There is no price associated with this option since it was granted pursuant to a employee compensation program.

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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