

CIRCOR INTERNATIONAL INC
 Form 4
 September 04, 2007

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 *
 SMITH KENNETH WALTER

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 % CIRCOR INTERNATIONAL,
 INC., 25 CORPORATE DRIVE,
 SUITE 130

3. Date of Earliest Transaction
 (Month/Day/Year)
 08/31/2007

____ Director
 Officer (give title below)
 ____ 10% Owner
 ____ Other (specify below)
 Sr. VP, CFO & Treasurer

(Street)
 BURLINGTON, MA 01803

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/31/2007		M ⁽¹⁾		9,020	A	\$ 13.9
Common Stock	08/31/2007		S ⁽¹⁾		9,020	D	\$ 42.32
Common Stock	08/31/2007		M ⁽³⁾		6,900	A	\$ 23.8
Common Stock	08/31/2007		S ⁽³⁾		6,900	D	\$ 42.31
	08/31/2007		M ⁽⁵⁾		3,280	A	\$ 24.9

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Common
Stock

Common Stock 08/31/2007 S⁽⁵⁾ 3,280 D \$ 42.31 6,015 D

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)	Amount or Number of Shares	
				Code	V	(A)	(D)	Title	Amount or Number of Shares
Stock Option Right to Buy	\$ 13.9	08/31/2007		M ⁽¹⁾⁽²⁾	9,020	⁽²⁾ 10/23/2012	Common Stock	9,020	
Stock Option Right to Buy	\$ 23.8	08/31/2007		M ⁽³⁾⁽⁴⁾	6,900	⁽⁴⁾ 01/06/2014	Common Stock	6,900	
Stock Option Right to Buy	\$ 24.9	08/31/2007		M ⁽⁵⁾⁽⁶⁾	3,280	⁽⁶⁾ 02/18/2015	Common Stock	3,280	

Reporting Owners

Reporting Owner Name / Address

Relationships

SMITH KENNETH WALTER
% CIRCOR INTERNATIONAL, INC.
25 CORPORATE DRIVE, SUITE 130

Director 10% Owner Officer Other
Sr. VP, CFO & Treasurer

BURLINGTON, MA 01803

Signatures

Alan J. Glass,
Attorney-in-fact

09/04/2007

__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 stock options exercised herein reflect the cashless exercise of a portion of the grant of 25,000 options by the issuer to the reporting person on 10/23/2002 and scheduled to expire on 10/23/2012.
- (2) The 25,000 options granted on 10/23/2002 vested in increments of 20% per year over a 5-year period. Upon exercise, the underlying options convert into shares of the issuer's common stock on a one-for-one basis.
- (3) The stock options exercised herein reflect the cashless exercise of a portion of the grant of 11,500 options by the issuer to the reporting person on 1/6/2004 and scheduled to expire on 1/6/2014.
- (4) The 11,500 options granted on 1/6/2004 vested in increments of 20% per year over a 5-year period. Upon exercise, the underlying options convert into shares of the issuer's common stock on a one-for-one basis.
- (5) The stock options exercised herein reflect the cashless exercise of a portion of the grant of 14,200 options by the issuer to the reporting person on 2/18/2005 and scheduled to expire on 2/18/2015.
- (6) The 14,200 options granted on 2/18/2005 vested in increments of 20% per year over a 5-year period. Upon exercise, the underlying options convert into shares of the issuer's common stock on a one-for-one basis.

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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