

DUCOMMUN INC /DE/  
Form 8-K  
March 22, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) March 19, 2013

**DUCOMMUN INCORPORATED**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**001-08174**  
(Commission

File Number)

**95-0693330**  
(IRS Employer

Identification No.)

23301 Wilmington Avenue, Carson, California

90745-6209

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(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code (310) 513-7200

N/A

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(d) On March 19, 2013, Richard A. Baldrige and Gregory S. Churchill were elected to the Board of Directors of Ducommun Incorporated (the Company ). Following the 2013 Annual Meeting of Shareholders, Mr. Churchill is expected to be named to the Compensation Committee and Mr. Baldrige is expected to be named to the Corporate Governance and Nominating Committee.

**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

(a) On March 19, 2013, the Bylaws of the Company were amended to increase the number of directors from eight to ten.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.1 Bylaws of Ducommun Incorporated, as amended and restated on March 19, 2013

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DUCOMMUN INCORPORATED

(Registrant)

Date: March 22, 2013

By: /s/ James S. Heiser  
James S. Heiser  
Vice President and General Counsel