CIRCOR INTERNATIONAL INC

Form 4

March 19, 2008

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

OMB 3235-0287 Number:

burden hours per

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

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 * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **BLOSS DAVID A SR** Issuer Symbol CIRCOR INTERNATIONAL INC (Check all applicable) [CIR]

C/O CIRCOR INTERNATIONAL, INC., 25 CORPORATE DRIVE,

(Street)

(State)

(First)

SUITE 130

(City)

(Last)

3. Date of Earliest Transaction (Month/Day/Year) 03/17/2008

Filed(Month/Day/Year)

X_ Officer (give title below) below) **CHAIRMAN**

10% Owner Other (specify

4. If Amendment, Date Original

(Middle)

(Zip)

6. Individual or Joint/Group Filing(Check

Applicable Line)

_X__ Director

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

BURLINGTON, MA 01803

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned Direct (D) Ownership or Indirect Following (Instr. 4) Reported (I) (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V (D) Price Amount **COMMON** 03/17/2008 $G^{(1)}$ \$0 30,023 10,800 D D **STOCK COMMON** 03/18/2008 S 25,395 4,628 D **STOCK** 7,761 **COMMON** 03/17/2008 M 12,389 D **STOCK** (3) **COMMON** 3,241 F D 03/17/2008 9,148 D 45.55 **STOCK** (3) 03/17/2008 M 27,779 D Α

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COMMON STOCK			18,631 (2)		\$ 25.39		
COMMON STOCK	03/17/2008	F	7,779 (2)	D	\$ 45.55 20,0	000	D

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

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 onDerivative 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	Amo or Num of Sh
RESTRICTED STOCK UNITS	<u>(2)</u>	03/17/2008		M	7,761	(2)	(2)	COMMON STOCK	7,7
RESTRICTED STOCK UNITS	(3)	03/17/2008		M(3)	18,631	(3)	(3)	COMMON STOCK	18,6

Reporting Owners

ATTORNEY-IN-FACT

**Signature of Reporting Person

Reporting Owner Name / Address	Relationships					
. 9	Director	10% Owner	Officer	Other		
BLOSS DAVID A SR C/O CIRCOR INTERNATIONAL, INC. 25 CORPORATE DRIVE, SUITE 130 BURLINGTON, MA 01803	X		CHAIRMAN			
Signatures						
ALAN J. GLASS,	03/	17/2008				

Reporting Owners 2

Date

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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 transaction reported herein reflects the gift by the reporting person of shares to a charitable trust.
 - The Restricted Stock Units (RSU), the conversion of which is reported herein, were granted to the Reporting Person by the issuer as part of equity incentive grants made by the issuer on 2/26/2007. On that date, the fair market value (FMV) of the issuers stock was \$25.39. The RSU originally were to vest in four equal portions on 3/27/2008, 2/26/2009, 2/26/2010 and 2/26/2011. This report reflects the
- (2) accelerated vesting of the remaining unvested RSU, acquisition of those underlying shares in whole units by the Reporting Person and withholding of sufficient shares to pay applicable income taxes in accordance with the provisions of the Amended and Restated Retirement Agreement between the Reporting Person and the company. The FMV of the shares, based on the closing price of the issuers stock on 3/14/2008 (last business day prior to the shares vesting) is \$45.55.
 - The Restricted Stock Units (RSU), the conversion of which is reported herein, were granted to the Reporting Person by the issuer as part of equity incentive grants made by the issuer on 2/27/06. On that date, the fair market value (FMV) of the issuers stock was \$27.81. The RSU originally were to vest in four equal portions on 3/27/2007, 2/27/2008, 2/27/09 and 2/27/2010. This report reflects the accelerated
- (3) vesting of the remaining unvested RSU, acquisition of those underlying shares in whole units by the Reporting Person and withholding of sufficient shares to pay applicable income taxes in accordance with the provisions of the Amended and Restated Retirement Agreement between the Reporting Person and the company. The FMV of the shares, based on the closing price of the issuers stock on 3/14/2008 (last business day prior to the shares vesting) is \$45.55.

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.