DUCOMMUN INC /DE/

Form 4 May 04, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

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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

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 WILLIAMS SAMUEL D Issuer Symbol DUCOMMUN INC /DE/ [DCO] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify **DUCOMMUN** 05/02/2007 below) **INCORPORATED, 23301** VP & Controller WILMINGTON AVENUE (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

CARSON, CA 90745-6209

(State)

(Zip)

(City)

Table I - No	n-Derivative S	Securities Acq	uired, Disposed of	f, or Beneficially O	wned
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		1 ab	16 1 - 14011-1	Derivative	Secu	rics Acqu	ii cu, Disposcu oi	, or Deficiencian	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Reported (Instr. 4) Transaction(s) (Instr. 3 and 4)		
Common Stock	05/02/2007		M	6,450	A	\$ 15.8	7,200	D	
Common Stock	05/02/2007		M	1,250	A	\$ 16.91	8,450	D	
Common Stock	05/02/2007		S	7,700	D	\$ 28.127	750	D	
Common Stock	05/03/2007		M	4,800	A	\$ 15.8	5,550	D	
Common Stock	05/03/2007		S	4,800	D	\$ 28	750	D	

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

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SEC 1474 (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. Transacti Code (Instr. 8)	5. Number on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and	Secur
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am or Nui of Sha
Option-Ri to Buy (1)	ght \$ 15.8	05/02/2007		M	6,450	07/18/2004(2)	07/16/2010	Common Stock	6,
Option-Ri to Buy (1)	ght \$ 16.91	05/02/2007		M	1,250	06/30/2006	07/16/2010	Common Stock	1,
Option-Ri to Buy (1)	ght \$ 15.8	05/03/2007		M	4,800	07/18/2005(3)	07/16/2010	Common Stock	4,

Reporting Owners

Reporting Owner Name / Address	Relationships
rieporting o where remine, remained	

Director 10% Owner Officer Other

WILLIAMS SAMUEL D DUCOMMUN INCORPORATED 23301 WILMINGTON AVENUE CARSON, CA 90745-6209

VP & Controller

Signatures

/s/ Samuel D.
Williams

**Signature of Reporting Person

O5/04/2007

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)

Reporting Owners 2

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The option represents the right to purchase common stock granted under the Ducommun Incorporated Employee Stock Option Plans, which are Rule 16b-3 plans.

- (2) The option became exercisable as to 3,750 shares on July 18, 2004 and 2,700 shares on July 18, 2005
- (3) The option became exercisable as to 1,050 shares on July 18, 2005 and 3,750 shares on July 18, 2006

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.