#### COOPER CAMERON CORP

Form 4 January 19, 2006

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

**OMB APPROVAL** 

3235-0287

Expires:

January 31, 2005

0.5

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Check this box

obligations may continue.

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)

See Instruction

1. Name and Address of Reporting Person \* **AVERY NATHAN M** 

2. Issuer Name and Ticker or Trading Symbol

Issuer

below)

COOPER CAMERON CORP

(Check all applicable)

5. Relationship of Reporting Person(s) to

[CAM]

(Last) (First)

4900 WOODWAY, #875

3. Date of Earliest Transaction

(Instr. 8)

X\_ Director 10% Owner Other (specify Officer (give title

(Month/Day/Year)

01/17/2006

6. Individual or Joint/Group Filing(Check

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

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

HOUSTON, TX 77056

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

(Middle)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I)

(Instr. 4)

Ownership (Instr. 4)

(A) or

(Instr. 3, 4 and 5)

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount Derivative (Month/Day/Year) Execution Date, if Transaction of Derivative Expiration Date Underlying Securiti Conversion or Exercise (Month/Day/Year) (Instr. 3 and 4) Security Code Securities any

### Edgar Filing: COOPER CAMERON CORP - Form 4

(Month/Day/Year) (Instr. 8) Acquired

	erivative ecurity			(A) or Disposed of (D) (Instr. 3, 4,						
					and 5)	, -,				
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Share
Performance	\$ 0	01/17/2006	А		4 000		(1)	07/21/2008(1)	Common	4.00

Stock

## **Reporting Owners**

Price of

Reporting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
AVERY NATHAN M 4900 WOODWAY, #875 HOUSTON, TX 77056	X							

# **Signatures**

(Instr. 3)

Shares (1)

By: Grace B. Holmes For: Nathan M.
Avery

\*\*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).

Grant of 4,000 deferred stock units (DSUs), effective as of July 21, 2005, under the Company's 2005 Equity Incentive Plan. Each DSU represents a right to receive one share of Cooper Cameron common stock. The grant vests in four equal quarterly increments as of

(1) October 21, 2005, January 21, 2006, April 21, 2006 and July 21, 2006. DSUs are converted into common stock three years after the effective date, unless further deferred by the recipient, or upon termination, whichever date occurs sooner. Reporting date of January 17, 2006 is the date the terms of the grants were irrevocably fixed and communicated to grantee.

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.

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