#### WILKINSON BRUCE W

Form 4 June 05, 2009

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

**OMB APPROVAL** 

Number:

3235-0287

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January 31, 2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

Check this box

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

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* WILKINSON BRUCE W

2. Issuer Name and Ticker or Trading

Issuer

CAMERON INTERNATIONAL CORP [CAM]

(Check all applicable)

5. Relationship of Reporting Person(s) to

(Last) (First)

3. Date of Earliest Transaction

Symbol

X\_ Director Officer (give title

10% Owner Other (specify

(Month/Day/Year) MCDERMOTT INTERNATIONAL. 06/04/2009

(Middle)

INC., 757 N. ELDRIDGE PARKWAY, SUITE 786

(Street)

4. If Amendment, Date Original

M

Applicable Line)

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

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

HOUSTON, TX 77079-1420

(City) (State) (Zip)

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)

3. 4. Securities TransactionAcquired (A) or Disposed of (D) Code (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

Reported

\$0

(A) Transaction(s)

Common Stock

06/04/2009(1)

Price Code V Amount (D)

8,000

(Instr. 3 and 4)

70,658

D

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)

#### Edgar Filing: WILKINSON BRUCE W - Form 4

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)	Transaction Derivative Code Securities		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	Amount or Number of Shares	
Deferred Stock Units	\$ 0	06/04/2009(1)		M	8,000	<u>(1)</u>	05/19/2009	Common Stock	8,000	

De

(In

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

WILKINSON BRUCE W MCDERMOTT INTERNATIONAL, INC. 757 N. ELDRIDGE PARKWAY, SUITE 786 HOUSTON, TX 77079-1420



## **Signatures**

By: Grace B. Holmes For: Bruce W. Wilkinson 06/04/2009

\*\*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 Deferred Stock Units (DSU) were converted into common stock, per the terms of the DSU Award Agreement, and distributed to recipient on June 4, 2009.

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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