

COOPER CAMERON CORP
Form 4
February 15, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CARNE JOHN

2. Issuer Name and Ticker or Trading Symbol
COOPER CAMERON CORP
[CAM]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Vice President, Cooper Cameron

(Last) (First) (Middle)
33250 BRIARPARK DRIVE, SUITE 300
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/11/2005

HOUSTON, TX 77042

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	02/11/2005		M			2,857	A	\$ 42.6875	3,060	D	
Common Stock	02/11/2005		M			2,000	A	\$ 33	5,060	D	
Common Stock	02/11/2005		M			5,000	A	\$ 46.91	10,060	D	
Common Stock	02/11/2005		M			200	A	\$ 34.34	10,260	D	
Common Stock	02/11/2005		S			2,857	D	\$ 58.0102	7,403	D	

Edgar Filing: COOPER CAMERON CORP - Form 4

Common Stock	02/11/2005	S	2,000	D	\$ 58.0102	5,403	D	
Common Stock	02/11/2005	S	5,000	D	\$ 58.0102	403	D	
Common Stock	02/11/2005	S	200	D	\$ 58.0102	203	D	
Common Stock						540	I	by Managed Account

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 number.

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. Transaction Code (Instr. 8)	5. Number of Derivative 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 Security (Instr. 3 and 4)	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 34.34	02/11/2005		M	200	05/08/2000 05/08/2007	Common Stock	20
Incentive Stock Option (right to buy)	\$ 42.6875	02/11/2005		M	2,857	11/11/2002 11/11/2009	Common Stock	2,8
Non-Qualified Stock Option (right to buy)	\$ 33	02/11/2005		M	2,000	11/15/2003 11/15/2011	Common Stock	2,0
Non-Qualified Stock Option (right to buy)	\$ 46.91	02/11/2005		M	5,000	11/14/2003 11/14/2012	Common Stock	5,0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CARNE JOHN 33250 BRIARPARK DRIVE SUITE 300 HOUSTON, TX 77042			Vice President, Cooper Cameron	

Signatures

By: Grace Holmes For: John
Carne 02/15/2005

__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).

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.