#### COOPER CAMERON CORP

Form 4 March 08, 2005

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**OMB APPROVAL** 

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Ad MYERS FRA	ddress of Reporting Person ** ANKLIN	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) t Issuer  (Check all applicable)		
		COOPER CAMERON CORP [CAM]			
(Last)	(First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Director 10% OwnerX_ Officer (give title Other (speci		
1333 WEST LOOP SOUTH, SUITE 1700		03/04/2005	below) below) Senior Vice President		
	(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Chec		
		Filed(Month/Day/Year)	Applicable Line) _X_Form filed by One Reporting Person		
HOUSTON,	TX 77027		Form filed by More than One Reporting		

(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. Transactio Code (Instr. 8)	4. Securit or(A) or Dis (Instr. 3,	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	03/04/2005		M	16,882	A	\$ 46.34	63,463	D	
Common Stock	03/04/2005		S	16,882	D	\$ 59.4	46,581	D	
Common Stock	03/04/2005		M	9,318	A	\$ 46.34	55,899	D	
Common Stock	03/04/2005		S	9,318	D	\$ 59.4	46,581	D	
Common Stock							0.003	I	by Trust

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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 required to respond unless the form displays a currently valid OMB control number.

(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. Transactic Code (Instr. 8)	5. Number of or 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 Amou Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am or Nu of S
Non-Qualified Stock Option (right to buy)	\$ 46.34	03/04/2005		M	16,882	12/09/2003	01/01/2007	Common Stock	16
Non-Qualified Stock Option (right to buy)	\$ 46.34	03/04/2005		M	9,318	12/09/2003	11/15/2011	Common Stock	9,

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

**MYERS FRANKLIN** 1333 WEST LOOP SOUTH **SUITE 1700** 

Senior Vice President

### **Signatures**

HOUSTON, TX 77027

By: Grace Holmes For: Franklin 03/08/2005 Myers

\*\*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) Held for the reporting person by the Cooper Cameron Corporation 401K Plan Trustee.

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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