Edgar Filing: CAMERON INTERNATIONAL CORP - Form 4

CAMERON INTERNATIONAL CORP

Form 4 May 23, 2006

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

Check this box

if no longer subject to Section 16. Form 4 or

obligations

may continue.

See Instruction

Form 5

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

FLUOR PETER J

(Last)

(City)

(Instr. 3)

2. Issuer Name and Ticker or Trading

Symbol

CAMERON INTERNATIONAL

CORP [CAM]

(First) (Middle) 3. Date of Earliest Transaction

(Month/Day/Year)

TEXAS CRUDE ENERGY 05/19/2006

(Zip)

INC., 2803 BUFFALO SPEEDWAY

(State)

(Street) 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

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner

Other (specify

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

Issuer

below)

X_ Director

Officer (give title

HOUSTON, TX 77098

1. Title of 2. Transaction Date 2A. Deemed Security

(Month/Day/Year) Execution Date, if (Month/Day/Year)

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

(A)

or

5. Amount of Securities Beneficially Owned Following

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

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

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 Derivative

Conversion

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if Transaction of Derivative Expiration Date

5. Number

6. Date Exercisable and

7. Title and Amount Underlying Securiti

Edgar Filing: CAMERON INTERNATIONAL CORP - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securi (A) or Dispos (D) (Instr. and 5)	red sed of 3, 4,	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	Í	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Share
Performance Shares	\$ 0	05/19/2006		A	4,000)	<u>(1)</u>	05/19/2009(1)	Common Stock	4,00

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

FLUOR PETER J
TEXAS CRUDE ENERGY INC. 2803 BUFFALO SPEEDWAY
HOUSTON, TX 77098

Signatures

By: Grace Holmes for Peter Pluor 05/23/2006

**Signature of Reporting Person Da

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 May 19, 2006, 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 August 19, 2006, November 19, 2006, February 19, 2007, and May 19, 2007. 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.

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.

Reporting Owners 2