

MOORE JACK B  
Form 4  
November 10, 2009

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

OMB APPROVAL

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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 \*  
MOORE JACK B

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
1333 WEST LOOP SOUTH, SUITE 1700  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
11/06/2009

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
President & CEO

HOUSTON, TX 77027

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	11/06/2009		M		41,368	A	\$ 12.58	205,142	D	
Common Stock	11/06/2009		M		33,632	A	\$ 18.28	238,774	D	
Common Stock	11/06/2009		S		74,443	D	\$ 39.2039	164,331	D	
Common Stock	11/06/2009		S		557	D	\$ 39.13	163,774	D	
Common Stock	11/06/2009		A		25,000 (1)	A	\$ 0	188,774	D	

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Common Stock	2,540	I	by Managed Account
Common Stock	6,000	I	by Trust

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

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**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 Underlying (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Incentive Stock Option (right to buy)	\$ 39.24	11/06/2009		A	2,548	11/06/2012	11/06/2016	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 12.58	11/06/2009		M	41,368	11/22/2005	11/22/2014	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 18.28	11/06/2009		M	33,632	11/10/2006	11/10/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 39.24	11/06/2009		A	177,452	(2)	11/06/2016	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MOORE JACK B 1333 WEST LOOP SOUTH, SUITE 1700 HOUSTON, TX 77027			President & CEO	

## Signatures

By: Grace B. Holmes For: Jack B.  
Moore

11/10/2009

\_\_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 restricted stock units vest in three equal annual installments beginning November 6, 2010 and upon vesting each restricted stock unit is converted into one share of CAM common stock.
  - (2) Stock Option vests in three annual increments beginning 11/06/2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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