

RAJESKI ROBERT J
Form 4
December 17, 2009

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

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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, 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 *
RAJESKI ROBERT J

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)
16250 PORT NORTHWEST DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/15/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President

HOUSTON, TX 77041

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)	(A) or (D)	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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	Price		
Common Stock	12/15/2009		M		5,298	\$ 12.58	D	
Common Stock	12/15/2009		M		7,294	\$ 18.28	D	
Common Stock	12/15/2009		F		3,430	\$ 38.87	D	
Common Stock	12/15/2009		F		1,714	\$ 38.87	D	
Common Stock	12/16/2009		M		15,355	\$ 18.28	D	

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Common Stock	12/16/2009	M	13,361	A	\$ 12.58	82,705	D	
Common Stock	12/16/2009	S	15,355	D	\$ 38.92	67,350	D	
Common Stock	12/16/2009	S	13,361	D	\$ 38.92	53,989	D	
Common Stock						53,621	I	by Trust

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)

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Incentive Stock Option (right to buy)	\$ 12.58	12/15/2009		M	5,298	11/22/2005 11/22/2014	Common Stock 5,
Non-Qualified Stock Option (right to buy)	\$ 12.58	12/16/2009		M	13,361	11/22/2005 11/22/2014	Common Stock 13
Non-Qualified Stock Option (right to buy)	\$ 18.28	12/15/2009		M	7,294	11/10/2006 11/10/2012	Common Stock 7,
Non-Qualified Stock Option (right to buy)	\$ 18.28	12/16/2009		M	15,355	11/10/2006 11/10/2012	Common Stock 15

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

RAJESKI ROBERT J
16250 PORT NORTHWEST DRIVE
HOUSTON, TX 77041

Vice President

Signatures

By: Grace B. Holmes For: Robert J.
Rajeski

12/17/2009

__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).

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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