

BENANTE MARTIN R  
Form 4  
November 19, 2012

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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 \*  
BENANTE MARTIN R

2. Issuer Name and Ticker or Trading Symbol  
CURTISS WRIGHT CORP [CW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O CURTISS-WRIGHT CORPORATION, 10 WATERVIEW BOULEVARD

3. Date of Earliest Transaction (Month/Day/Year)  
11/19/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chief Executive Officer

(Street)  
PARSIPPANY, NJ 07054

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 Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	11/16/2012		M <sup>(5)</sup>	20,831	A	\$ 16,2775	85,269.07 D
Common Stock	11/16/2012		S	20,831	D	\$ 29.1517	64,438.07 D
Common Stock	11/19/2012		M <sup>(6)</sup>	23,145	A	\$ 29.95	87,583.07 D
Common Stock	11/19/2012		S <sup>(1)</sup>	11,573 <sup>(2)</sup>	D	\$ 29.8692 <sup>(3)</sup>	76,010.07 D

Edgar Filing: BENANTE MARTIN R - Form 4

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 Securities (Instr. 3 and 4)
Restricted Stock Unit	\$ 0 <sup>(4)</sup>	11/19/2012		M	23,145	11/19/2012 11/19/2012	Common Stock 23,145
Option to Purchase Common Stock	\$ 16.2775	11/16/2012		M	20,831	11/19/2003 11/19/2012	Common Stock 20,831

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BENANTE MARTIN R C/O CURTISS-WRIGHT CORPORATION 10 WATERVIEW BOULEVARD PARSIPPANY, NJ 07054	X		Chief Executive Officer	

## Signatures

Paul J. Ferdenzi by Power of Attorney for Martin R. Benante 11/19/2012

\_\_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) Shares were sold to cover Recipient's tax obligations associated with the vesting of a restricted stock unit award granted under the Company's 2005 Omnibus Long Term Incentive Plan.
- (2) Recipient sold sufficient shares to cover personal income tax obligation. Such sale was performed in accordance with the Company's Ownership Guidelines.

## Edgar Filing: BENANTE MARTIN R - Form 4

- (3) Price reflects the weighted average sales price for all shares sold by Recipient on the New York Stock Exchange.
- (4) No price on the date of issue, option having been granted as an employee benefit transaction.
- (5) Shares acquired through the exercise of an expiring option to purchase common stock.
- (6) Shares acquired through the vesting of a three year restricted stock unit grant that vested on November 19, 2012.

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.