

DUCOMMUN INC /DE/
Form 4
April 17, 2015

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 *
REARDON ANTHONY J

2. Issuer Name and Ticker or Trading Symbol
DUCOMMUN INC /DE/ [DCO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
DUCOMMUN
INCORPORATED, 23301
WILMINGTON AVE.

3. Date of Earliest Transaction
(Month/Day/Year)
04/15/2015

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman and CEO

(Street)
CARSON, CA 90745

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | | Code V | Amount | | |
| Common Stock | 04/15/2015 | | M | 5,000 | A | \$ 18.23 | 112,799 D |
| Common Stock | 04/15/2015 | | F | 3,879 | D | \$ 33.22 | 108,920 D |
| Common Stock | 04/15/2015 | | M | 10,000 | A | \$ 18.04 | 118,920 D |
| Common Stock | 04/15/2015 | | F | 7,731 | D | \$ 33.22 | 111,189 D |
| Common Stock | 04/15/2015 | | M | 10,000 | A | \$ 21.61 | 121,189 D |

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| | | | | | | | |
|--------------|------------|---|--------|---|----------|---------|---|
| Common Stock | 04/15/2015 | F | 8,265 | D | \$ 33.22 | 112,924 | D |
| Common Stock | 04/15/2015 | M | 10,000 | A | \$ 9.81 | 122,924 | D |
| Common Stock | 04/15/2015 | F | 6,502 | D | \$ 33.22 | 116,422 | D |

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

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(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Option - Right to Buy ⁽¹⁾ | \$ 18.23 | 04/15/2015 | | M | 5,000 | 06/29/2010 ⁽²⁾ 06/28/2016 | Common Stock 5,000 |
| Option - Right to Buy ⁽¹⁾ | \$ 18.04 | 04/15/2015 | | M | 10,000 | 06/23/2011 ⁽³⁾ 06/22/2017 | Common Stock 10,000 |
| Option - Right to Buy ⁽¹⁾ | \$ 21.61 | 04/15/2015 | | M | 10,000 | 07/27/2012 ⁽⁴⁾ 07/26/2018 | Common Stock 10,000 |
| Option - Right to Buy ⁽¹⁾ | \$ 9.81 | 04/15/2015 | | M | 10,000 | 07/01/2013 ⁽⁵⁾ 06/30/2019 | Common Stock 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| REARDON ANTHONY J DUCOMMUN INCORPORATED | X | | Chairman and CEO | |

23301 WILMINGTON AVE.
CARSON, CA 90745

Signatures

/s/ Anthony J.
Reardon

04/17/2015

**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 option represents the right to purchase common stock granted under the Ducommun Incorporated Employee Stock Option Plans, which are Rule 16b-3 plans.
- (2) The option vested as to 5,000 shares on each of June 29, 2010, 2011, 2012 and 2013.
- (3) The option vested as to 5,500 shares on each of June 23, 2011, 2012, 2013 and 2014.
- (4) The option vested or will vest as to 7,500 shares on each of July 27, 2012, 2013, 2014 and 2015.
- (5) The option vested or will vest as to 12,500 shares on each of July 1, 2013, 2014, 2015 and 2016.

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.