CIRCOR INTERNATIONAL INC
Form 4
February 23, 2005

FORM 4

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

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

OMB APPROVAL
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(Print or Type Responses)

1. Name and Address of Reporting Person *
TAYLOR BARRY L SR

(Last) (First) (Middle)

CIRCOR INTERNATIONAL, INC., 25 CORPORATE DRIVE

(Street)

BURLINGTON, MA 01803

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
CIRCOR INTERNATIONAL INC [CIR]

3. Date of Earliest Transaction (Month/Day/Year)
02/22/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock (1)	02/22/2005		M		4,480	A	$ 9.5	4,760	D	
Common Stock (2)	02/22/2005		S		180	D	$ 23.7	4,580	D	
Common Stock (2)	02/22/2005		S		400	D	$ 23.6	4,180	D	
Common Stock (2)	02/22/2005		S		3,900	D	$ 23	280	D	
Common Stock (3)	02/22/2005		M		2,400	A	$ 7.5	2,680	D	

Common Stock (2)	02/22/2005		S	2,400	D	$ 23	280	D

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 Amount of Underlying Securities (Instr. 3 and 4)		8. D S (I
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option Right to Buy	$ 9.5	02/22/2005		M		4,480		(1)	10/29/2009	Common Stock	4,480	
Stock Option Right to Buy	$ 7.5	02/22/2005		M		2,400		08/02/2004	08/02/2010	Common Stock	2,400	
Stock Option Right to Buy	$ 16.32	02/22/2005		M		3,200		(4)	10/29/2011	Common Stock	3,200	
Stock Option Right to Buy	$ 13.9	02/22/2005		M		3,200		(5)	10/23/2012	Common Stock	3,200	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
			Group Vice President	

TAYLOR BARRY L SR
CIRCOR INTERNATIONAL, INC.
25 CORPORATE DRIVE
BURLINGTON, MA 01803

Signatures

Stephen J. Carriere, Attorney-in-Fact	02/23/2005
**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 stock options exercised herein are a portion of the grant of 11,200 options by the issuer to the reporting person on October 29, 1999. The 4,480 options became exercisable on October 29, 2003 and 2004. These options convert into shares of the issuer's common stock on a one-for-one basis.

(2) The transactions reported herein reflect the cashless exercise by the reporting person of stock options previously granted to the reporting person by the issuer.

(3) The stock options exercised herein are a portion of the grant of 12,000 options by the issuer to the reporting person on August 2, 2000. The 2,400 options became exercisable on August 2, 2004. These options convert into shares of the issuer's common stock on a one-for-one basis.

(4) The stock options exercised herein are a portion of the grant of 8,000 options by the issuer to the reporting person on October 29, 2001. The 3,200 options became exercisable on October 29, 2003 and 2004. These options convert into shares of the issuer's common stock on a one-for-one basis.

(5) The stock options exercised herein are a portion of the grant of 8,000 options by the issuer to the reporting person on October 23, 2002. The 3,200 options became exercisable on October 23, 2003 and 2004. These options convert into shares of the issuer's common stock on a one-for-one basis.

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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