

RTI INTERNATIONAL METALS INC
Form 4
March 12, 2007

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 *
ODLE JOHN H

2. Issuer Name and Ticker or Trading Symbol
RTI INTERNATIONAL METALS INC [RTI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1000 WARREN AVENUE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/08/2007

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

NILES, OH 44446

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)
				(A) or (D)	Price		
Common Stock	03/08/2007		S	400	D \$ 86.18	76,777	D
Common Stock	03/08/2007		S	100	D \$ 86.2	76,677	D
Common Stock	03/08/2007		S	800	D \$ 86.25	75,877	D
Common Stock	03/08/2007		S	300	D \$ 86.26	75,577	D
Common Stock	03/08/2007		S	100	D \$ 86.27	75,477	D

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Common Stock	03/08/2007	S	400	D	\$ 86.29	75,077	D
Common Stock	03/08/2007	S	400	D	\$ 86.3	74,677	D
Common Stock	03/08/2007	S	300	D	\$ 86.31	74,377	D
Common Stock	03/08/2007	S	700	D	\$ 86.32	73,677	D
Common Stock	03/08/2007	S	500	D	\$ 86.33	73,177	D
Common Stock	03/08/2007	S	500	D	\$ 86.35	72,677	D
Common Stock	03/08/2007	S	300	D	\$ 86.36	72,377	D
Common Stock	03/08/2007	S	100	D	\$ 86.37	72,277	D
Common Stock	03/08/2007	S	100	D	\$ 86.38	72,177	D
Common Stock	03/08/2007	S	100	D	\$ 86.39	72,077	D
Common Stock	03/08/2007	S	100	D	\$ 86.4	71,977	D
Common Stock	03/08/2007	S	100	D	\$ 86.41	71,877	D
Common Stock	03/08/2007	S	200	D	\$ 86.42	71,677	D
Common Stock	03/08/2007	S	500	D	\$ 86.43	71,177	D
Common Stock	03/08/2007	S	100	D	\$ 86.44	71,077	D
Common Stock	03/08/2007	S	200	D	\$ 86.45	70,877	D
Common Stock	03/08/2007	S	100	D	\$ 86.48	70,777	D
Common Stock	03/08/2007	S	100	D	\$ 86.5	70,677	D
Common Stock	03/08/2007	S	100	D	\$ 86.52	70,577	D
Common Stock	03/08/2007	S	100	D	\$ 86.57	70,477	D
	03/08/2007	S	100	D		70,377	D

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Common Stock					\$							86.59		
Common Stock	03/08/2007		S	100	D	\$ 86.6		70,277		D				
Common Stock	03/08/2007		S	300	D	\$ 86.61		69,977		D				
Common Stock	03/08/2007		S	300	D	\$ 86.62		69,677		D				
Common Stock								252.33 ⁽¹⁾		I			401(k) Plan	

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ODLE JOHN H 1000 WARREN AVENUE NILES, OH 44446	X		Executive Vice President	

Signatures

John H. Odle by Chad Whalen,
Attorney-in-Fact

03/12/2007

__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) Represents the number of units reported to RTI and to the reporting person reflecting the reporting person's interest in a unitized RTI common stock fund made available to participants in the RTI International Metals, Inc. Employee Savings and Investment Plan.

Remarks:

Form 1 of two Form 4s.

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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