Edgar Filing: MICHAEL BAKER CORP - Form 5

| MICHAEL BAKER CORP | |
|--------------------|--|
| Form 5 | |
| February 11, 2013 | |
| FORM 5 | |

1(b).

Form 4

(Last)

OMB APPROVAL OMB UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations **OWNERSHIP OF SECURITIES** response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer KNOCH SAMUEL C Symbol MICHAEL BAKER CORP [BKR] (Check all applicable) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) Director 10% Owner _X__ Officer (give title Other (specify 12/31/2012 below) below) 100 AIRSIDE DRIVE Vice President (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting

MOON TOWNSHIP, Â PAÂ 15108

X Form Filed by One Reporting Person Form Filed by More than One Reporting Person

(check applicable line)

| (City) | (State) (| Zip) Table | e I - Non-Deri | vative Sec | curitie | es Acqu | ired, Disposed o | f, or Beneficial | ly 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. Securi Acquired Disposed (Instr. 3, Amount | d (A) of d of (E 4 and (A) or | 0) 5) | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common Stock | 12/19/2012 | Â | J4 | 6 <u>(1)</u> | А | \$0 | 4,280 | D | Â |
| Common Stock | Â | Â | Â | Â | Â | Â | 265 | I | By 401(k) Plan |

Filed(Month/Day/Year)

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

Persons who respond to the collection of information **SEC 2270** contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(9-02)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Secur | int of rlying | 8. Price of Derivative Security (Instr. 5) | |
|---|---|---|---|---|---------------------|--------------------|-------|--|---|--|
| | | | | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

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Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--|----------------------------|---|----------------|-------|--|--|--|--|
| Topology Contraction Contraction | Director 10% Owner Officer | | Officer | Other | | | | |
| KNOCH SAMUEL C 100 AIRSIDE DRIVE MOON TOWNSHIP, PA 15108 | Â | Â | Vice President | Â | | | | |
| Signatures | | | | | | | | |
| /s/Knoch, 02/08/201 Samuel C. | 13 | | | | | | | |

<u>**</u>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) Dividends issued for restricted shares

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.