

CIRCOR INTERNATIONAL INC

Form 4/A

February 16, 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

OMB  
Number: 3235-0287  
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2005  
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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)  
02/13/2005

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
02/15/2005

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|---|---|--|--|---|
|                                       |   |   |   | (A)<br>or<br>(D)  |  |  |   |
|                                       |   |   | Code                                    | V   | Amount   |  |   |
| Common<br>Stock                       | 02/13/2005 <sup>(1)</sup>               |   | M                                       |   | 429  | A  | \$<br>12.72                             |
|                                       |   |   |   |   | 429  |  | D                                       |
| Common<br>Stock                       | 02/13/2005 <sup>(1)</sup>               |   | F                                       |   | 149  | D  | \$<br>24.23                             |
|                                       |   |   |   |   | 280  |  | D                                       |

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  
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SEC 1474  
(9-02)

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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. Deemed to be Issued or Retired (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Restricted Stock Units                     | \$ 12.72<br>(1)  | 02/13/2005                           |  | M                              | 429<br>(2)  | 02/13/2005(1)<br>(1)                                     | Common Stock  | 429  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships  |
|---|--|
| TAYLOR BARRY L SR<br>CIRCOR INTERNATIONAL, INC.<br>25 CORPORATE DRIVE<br>BURLINGTON, MA 01803 | Director 10% Owner Officer Other<br>Group Vice President |

## Signatures

Alan J. Glass,  
attorney-in-fact 02/16/2005

\_\_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).

- Shares acquired pursuant to conversion of restricted stock units (RSUs) on a one for one basis. RSUs issued pursuant to issuer's Management Stock Purchase Plan under which executives may make an advance election to receive RSUs in lieu of specified % or dollar amount of annual incentive cash bonus under bonus plan applicable to executive. RSUs issued on the basis of a 33% discount to fair market value of issuer's common stock on date the underlying bonus otherwise would be paid and generally vest 3 years after grant date at which time it converts into shares of common stock unless executive has previously elected a longer deferral period. Transactions reported reflect conversion of RSUs into shares and withholding of sufficient shares to pay taxes. Price reflected is based on 33% discount to fair market value of issuer's stock to grant date. Fair market value of shares, based on closing price of issuer's stock on Feb. 11, 2005 (last business day before shares vests), is \$24.23.
- (1) This Form 4/A is being filed to correct an inadvertent error in the original Form 4 filed on 2/15/2005 which mistakenly reported the conversion of the underlying RSUs into shares as an "acquisition" rather than a "disposition" of the RSUs.

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.