

DUCOMMUN INC /DE/  
Form 4  
September 17, 2013

**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 \*  
Andrus Kathryn M

(Last) (First) (Middle)

DUCOMMUN  
INCORPORATED, 23301 WILMINGTON  
AVE.

(Street)

CARSON, CA 90745-6209

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/09/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
VP, Internal Audit

6. Individual or Joint/Group Filing (Check Applicable Line)

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 Ownership (Instr. 4)
				(A) or (D)	Price		
			Code	V	Amount		
Common Stock	09/09/2013		M		9,250	A	\$ 26.89
					10,750		D
Common Stock	09/12/2013		M		1,000	A	\$ 28.07
					11,750		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 <sup>(1)</sup>	\$ 25.82	09/09/2013		M	2,000	06/26/2008 <sup>(2)</sup> 06/25/2014	Common Stock 2,000
Option - Right To Buy <sup>(1)</sup>	\$ 24.34	09/09/2013		M	2,000	06/18/2009 <sup>(3)</sup> 06/17/2015	Common Stock 2,000
Option - Right To Buy <sup>(1)</sup>	\$ 18.23	09/09/2013		M	2,000	06/29/2010 <sup>(4)</sup> 06/28/2016	Common Stock 2,000
Option - Right To Buy <sup>(1)</sup>	\$ 18.04	09/09/2013		M	1,500	06/23/2011 <sup>(5)</sup> 06/22/2017	Common Stock 1,500
Option - Right To Buy <sup>(1)</sup>	\$ 21.61	09/09/2013		M	1,750	07/27/2012 <sup>(6)</sup> 07/26/2018	Common Stock 1,750
Option - Right To Buy <sup>(1)</sup>	\$ 9.81	09/12/2013		M	1,000	07/01/2013 <sup>(7)</sup> 06/30/2019	Common Stock 1,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Andrus Kathryn M DUCOMMUN INCORPORATED 23301 WILMINGTON AVE. CARSON, CA 90745-6209			VP, Internal Audit	

## Signatures

/s/ Kathryn M.  
Andrus

09/17/2013

\_\_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 500 shares on each of June 26, 2008, June 26, 2009, June 26, 2010 and June 26, 2011.
  - (3) The option vested as to 500 shares on each of June 18, 2009, June 18, 2010, June 18, 2011 and June 18, 2012.
  - (4) The option vested as to 500 shares on each of June 29, 2010, June 29, 2011, June 29, 2012 and June 29, 2013.
  - (5) The option vested or will vest as to 500 shares on each of June 23, 2011, June 23, 2012, June 23, 2013 and June 23, 2014.
  - (6) The option vested or will vest as to 875 shares on each of July 27, 2012, July 27, 2013, July 27, 2014 and July 27, 2015.
  - (7) The option vested or will vest as to 1,000 shares on each of July 1, 2013, July 1, 2014, July 1, 2015 and July 1, 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.