

ALLEGHENY TECHNOLOGIES INC

Form 11-K

June 28, 2011

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

**FORM 11-K**

**ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE  
ACT OF 1934**

**þ ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE  
ACT OF 1934 [NO FEE REQUIRED]**

FOR THE FISCAL YEAR ENDED DECEMBER 31, 2010

**o TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934 [NO FEE REQUIRED]**

FOR THE TRANSITION PERIOD FROM \_\_\_\_\_ TO \_\_\_\_\_

COMMISSION FILE NUMBER 1-12001

**SAVINGS AND SECURITY PLAN OF THE LOCKPORT AND  
WATERBURY FACILITIES**

(Title of Plan)

**ALLEGHENY TECHNOLOGIES INCORPORATED**

(Name of Issuer of securities held pursuant to the Plan)

1000 Six PPG Place, Pittsburgh, Pennsylvania 15222-5479  
(Address of Plan and principal executive offices of Issuer)

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Audited Financial Statements and Supplemental Schedule  
Savings and Security Plan of the Lockport and Waterbury Facilities  
Years Ended December 31, 2010 and 2009  
With Report of Independent Registered Public Accounting Firm

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Savings and Security Plan of the  
Lockport and Waterbury Facilities  
Audited Financial Statements  
and Supplemental Schedule  
Years Ended December 31, 2010 and 2009

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Report of Independent Registered Public Accounting Firm

Allegheny Technologies Incorporated

We have audited the accompanying statements of net assets available for benefits of the Savings and Security Plan of the Lockport and Waterbury Facilities as of December 31, 2010 and 2009, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. We were not engaged to perform an audit of the Plan's internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan at December 31, 2010 and 2009, and the changes in its net assets available for benefits for the years then ended, in conformity with U.S. generally accepted accounting principles.

Our audits were performed for the purpose of forming an opinion on the financial statements taken as a whole. The accompanying supplemental schedule of assets (held at end of year) as of December 31, 2010, is presented for purposes of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in our audits of the financial statements and, in our opinion, is fairly stated in all material respects in relation to the financial statements taken as a whole.

/s/ Ernst & Young LLP  
Pittsburgh, Pennsylvania  
June 28, 2011

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Savings and Security Plan of the  
Lockport and Waterbury Facilities  
Statements of Net Assets Available for Benefits

	<b>December 31</b>	
	<b>2010</b>	<b>2009</b>
Investments at fair value:		
Interest in registered investment companies	<b>\$4,146,616</b>	\$1,588,337
Interest in synthetic investment contracts	<b>3,016,234</b>	3,050,415
Corporate common stock	<b>1,622,945</b>	1,170,480
Interest-bearing cash and cash equivalents	<b>565,123</b>	329,618
Interest in common collective trusts	<b>80,968</b>	1,945,888
 Total investments at fair value	 <b>9,431,886</b>	 8,084,738
 Notes receivable from participants	 <b>470,396</b>	 527,071
Contributions receivable	<b>8,954</b>	
 Net assets available reflecting investments at fair value	 <b>9,911,236</b>	 8,611,809
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	<b>(91,714)</b>	(31,828)
 Net assets available for benefits	 <b>\$9,819,522</b>	 \$8,579,981

*See accompanying notes.*

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Savings and Security Plan of the  
Lockport and Waterbury Facilities  
Statements of Changes in Net Assets Available for Benefits

	<b>Years Ended December 31</b>	
	<b>2010</b>	<b>2009</b>
Contributions:		
Employer	\$ 73,448	\$ 56,117
Employee	259,612	187,062
<b>Total contributions</b>	<b>333,060</b>	243,179
Interest income on notes receivable from participants	35,097	34,521
Investment income:		
Net gain from interest in registered investment companies	497,468	444,061
Net gain on corporate common stock	400,729	513,502
Net gain from common collective trusts	34,964	297,682
Interest income	33,012	45,705
Other income	82,363	106,914
<b>Total investment income</b>	<b>1,048,536</b>	1,407,864
	<b>1,416,693</b>	1,685,564
Distributions to participants	(161,758)	(497,608)
Fees	(15,394)	(22,011)
	<b>(177,152)</b>	(519,619)
Net increase in net assets available for benefits	<b>1,239,541</b>	1,165,945
Net assets available for benefits at beginning of year	<b>8,579,981</b>	7,414,036
Net assets available for benefits at end of year	<b>\$9,819,522</b>	\$8,579,981

*See accompanying notes.*

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Savings and Security Plan of the  
Lockport and Waterbury Facilities  
Notes to Financial Statements  
December 31, 2010

**1. Significant Accounting Policies**

*Use of Estimates and Basis of Accounting*

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

The financial statements are prepared under the accrual basis of accounting.

*Investment Valuation*

Investments are reported at fair value. Fully benefit-responsive investment contracts held by a defined contribution plan are reported at fair value in the Plan's statement of net assets available for benefits with a corresponding adjustment to reflect these investments at contract value. Contract value is the relevant measurement attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The contract value represents contributions plus earnings, less participant withdrawals and administrative expenses.

*Recent Accounting Pronouncements*

In September 2010, the Financial Accounting Standards Board (FASB) issued changes to reporting and disclosure requirements for loans to participants. Participant loans are required to be measured at their unpaid principal balance plus any accrued but unpaid interest, and classified as notes receivable from participants. Previously, loans were measured at fair value and classified as investments. The changes are effective for the fiscal year ended December 31, 2010, and are required to be applied retrospectively. There were no changes to the value of participant loans from the amount previously reported as of December 31, 2009. Participant loans have been reclassified to notes receivable from participants as of December 31, 2009.

In January 2010, the FASB issued changes to disclosure requirements for fair value measurements, including the amount of transfers between Levels 1 and 2 of the fair value hierarchy, the reasons for transfers in or out of Level 3 of the fair value hierarchy, and activity for recurring Level 3 measures. In addition, the changes clarify certain disclosure requirements related to the level at which fair value disclosures should be disaggregated with separate disclosures of purchases, sales, issuances and settlements, and the requirement to provide disclosures about valuation techniques and inputs used in determining the fair value of assets or liabilities classified as Level 2 or 3. The Plan adopted the disclosure changes effective January 1, 2010, except for the disaggregated Level 3 rollforward disclosures, which will be effective for fiscal year 2011. The adoption of these changes did not have a material impact on the Plan's net assets available for benefits or its changes in net assets available for benefits.



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Savings and Security Plan of the  
Lockport and Waterbury Facilities  
Notes to Financial Statements (continued)

**2. Description of the Plan**

The Savings and Security Plan of the Lockport and Waterbury Facilities (the Plan) is a defined contribution plan and is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The purpose of the Plan is to provide a savings and retirement plan to eligible employees of the Lockport and Waterbury Facilities of affiliates of Allegheny Technologies Incorporated (ATI, the Company, the Plan Sponsor) by allowing a portion of their salary to be set aside each month through payroll deductions. The Plan allows employees to contribute a portion of eligible wages each pay period through payroll deductions subject to Internal Revenue Code limitations. The Company contributes \$0.50 for each hour worked by the participant. The Plan allows participants to direct their contributions, and contributions made on their behalf, to any of the investment alternatives.

Unless otherwise specified by the participant, contributions are made to the QDIA (Qualified Default Investment Alternative), The Vanguard Target Retirement Fund that most closely matches the participants 65<sup>th</sup> birthday date (e.g. Vanguard Target Retirement Income 2020 Fund).

Separate accounts are maintained by the Plan Sponsor for each participating employee. Trustee fees and asset management fees charged by the Plan's trustee, Mercer Trust Company, for the administration of all funds are charged against net assets available for benefits of the respective fund. Certain other expenses of administering the Plan are paid by the Plan Sponsor.

Participants may make in-service and hardship withdrawals as outlined in the plan document. Participants are fully vested in their entire participant account balance.

Active employees can borrow up to 50% of their vested account balances. The loan amounts are further limited to a minimum of \$500 and a maximum of \$50,000, and an employee can obtain no more than three loans at one time.

Interest rates are determined based on commercially accepted criteria, and payment schedules vary based on the type of the loan. General purpose loans are repaid over 6 to 60 months, and primary residence loans are repaid over periods up to 180 months. Payments are made by payroll deductions.

Further information about the Plan, including eligibility, vesting, contributions, and withdrawals, is contained in the plan documents, summary plan description, and related contracts. These documents are available from the Plan Sponsor.

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Savings and Security Plan of the  
Lockport and Waterbury Facilities  
Notes to Financial Statements (continued)

**3. Investments**

The BNY Mellon Stable Value Fund (the Fund) invests in guaranteed investment contracts (GICs) and actively managed structured or synthetic investment contracts (SICs). The GICs are promises by a bank or insurance company to repay principal plus a fixed rate of return through contract maturity. SICs differ from GICs in that there are specific assets supporting the SICs and these assets are owned by the Plan. The bank or insurance company issues a wrapper contract that allows participant-directed transactions to be made at contract value. The assets supporting the SICs are comprised of government agency bonds, corporate bonds, asset-backed securities (ABOs), a common collective trust (CCT) and collateralized mortgage obligations (CMOs).

The Fund had no GIC investments for the periods presented. Interest crediting rates on the GICs in the Fund are determined at the time of purchase. Interest crediting rates on the SICs are either: (1) set at the time of purchase for a fixed term and crediting rate, (2) set at the time of purchase for a fixed term and variable crediting rate, or (3) set at the time of purchase and reset monthly within a constant duration. A constant duration contract may specify a duration of 2.5 years, and the crediting rate is adjusted monthly based upon quarterly rebalancing of eligible 2.5 year duration investment instruments at the time of each resetting; in effect the contract never matures.

Average yields for all fully benefit-responsive investment contracts for the years ended December 31, 2010 and 2009 were as follows:

	<b>Years Ended December 31</b>	
	<b>2010</b>	<b>2009</b>
Based on actual earnings	<b>3.01%</b>	3.67%
Based on interest rate credited to participants	<b>2.90%</b>	3.55%

Although it is management's intention to hold the investment contracts in the Fund until maturity, certain investment contracts provide for adjustments to contract value for withdrawals made prior to maturity.

Certain investments are subject to restrictions or limitations if the Plan Sponsor decided to entirely exit an investment. Investments in registered investment companies and the investment may require at least 30 days prior notice to completely withdraw from the investments. The targeted date fund investments held in common collective trusts currently do not require the prior approval of the investment manager if the Plan Sponsor decides to entirely exit these investments, but prior trade date notification is necessary to effect timely securities settlement or delivery of an investment's liquidation and transfer to another investment.

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Savings and Security Plan of the  
Lockport and Waterbury Facilities  
Notes to Financial Statements (continued)

**3. Investments (continued)**

The following presents investments that represent 5% or more of the Plan's net assets:

	<b>December 31</b>	
	<b>2010</b>	<b>2009</b>
Allegheny Technologies Incorporated common stock	<b>\$1,622,945</b>	\$1,170,480
Prudential Core Conservative Intermediate Bond Fund**, ***	<b>982,576</b>	
Vanguard Target Retirement 2020 Fund**	<b>575,998</b>	
EB Temporary Investment Fund of Bank of New York Mellon **	<b>565,123</b>	329,678
Vanguard Institutional Index Fund**	<b>522,492</b>	
BlackRock Asset-Backed Securities Index Fund***, *	<b>339,276</b>	672,175
BlackRock Mortgage-Backed Securities Index Fund***, *	<b>313,376</b>	443,305
State Street Global Advisors S&P 500 Flagship SL Fund*		446,781

\* *Current year presented for comparative purposes only*

\*\* *Prior year presented for comparative purposes only*

\*\*\* *Held within SICs*

Investments in SICs at contract value that represent 5% or more of the Plan's net assets were as follows:

	<b>December 31</b>	
	<b>2010</b>	<b>2009</b>
Monumental Life Ins. Co. Constant Duration SIC	<b>\$977,266</b>	\$884,389
Prudential Constant Maturity SIC**	<b>952,979</b>	
State Street Bank Constant Duration SIC	<b>526,233</b>	476,255
Rabobank Constant Duration SIC*		863,336
Bank of America Fixed Maturity SIC*		318,538
State Street Bank Fixed Maturity SIC*		281,818

\* *Current year presented for comparative purposes only*

\*\* *Prior year presented for comparative purposes only*

**4. Fair Value Measurements**

In accordance with accounting standards, fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, and establishes a framework for measuring fair value.

The accounting standards establish a three-level hierarchy for fair value measurements based upon the transparency of inputs to the valuation of an asset or liability as of the measurement date.

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Savings and Security Plan of the  
Lockport and Waterbury Facilities  
Notes to Financial Statements (continued)

**4. Fair Value Measurements (continued)**

*Determination of Fair Value*

Fair value is based upon quoted market prices, where available. If listed prices or quotes are not available, fair value is based upon models that primarily use, as inputs, market-based or independently sourced market parameters, including yield curves, interest rates, volatilities, equity or debt prices, foreign exchange rates and credit curves. In addition to market information, models may also incorporate transaction details, such as maturity. Valuation adjustments, such as liquidity valuation adjustments, may be necessary when the Plan is unable to observe a recent market price for a financial instrument that trades in inactive (or less active) markets. Liquidity adjustments are not taken for positions classified within Level 1 (as defined below) of the fair value hierarchy.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different estimate of fair value at the reporting date.

*Valuation Hierarchy*

The three levels of inputs to measure fair value are as follows:

Level 1 Quoted prices in active markets for identical assets and liabilities.

Level 2 Observable inputs other than quoted prices included in Level 1, such as quoted prices for similar assets and liabilities in active markets; quoted prices for identical assets and liabilities in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.

Level 3 Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets and liabilities. This includes certain pricing models, discounted cash flow methodologies and similar techniques that use significant unobservable inputs.

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

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Savings and Security Plan of the  
Lockport and Waterbury Facilities  
Notes to Financial Statements (continued)

**4. Fair Value Measurements (continued)**

*Valuation Methodologies*

The valuation methodologies used for assets and liabilities measured at fair value, including their general classification based on the fair value hierarchy, includes the following:

**Cash and cash equivalents** Where the net asset value (NAV) is a quoted price in a market that is active, it is classified within Level 1 of the valuation hierarchy. In certain cases, NAV is a quoted price in a market that is not active, or is based on quoted prices for similar assets and liabilities in active markets, and these investments are classified within Level 2 of the valuation hierarchy.

**Corporate common stocks** These investments are valued at the closing price reported on the major market on which the individual securities are traded. Substantially all other common stock is classified within Level 1 of the valuation hierarchy.

**Common collective trust funds** These investments are public investment vehicles valued using the NAV provided by the administrator of the fund. The NAV is based on the value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of shares outstanding. The NAV is a quoted price in a market that is not active and classified within Level 2 of the valuation hierarchy.

**Registered investment companies** These investments are public investment vehicles valued using the NAV provided by the administrator of the fund. The NAV is based on the value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of shares outstanding. Where the NAV is a quoted price in a market that is active, it is classified within Level 1 of the valuation hierarchy. In certain cases, NAV is a quoted price in a market that is not active, or is based on quoted prices for similar assets and liabilities in active markets, and these investments are classified within Level 2 of the valuation hierarchy.

**Corporate debt instruments, U.S. government and federal agency obligations, U.S. government-sponsored entity obligations, and other** Where quoted prices are available in an active market, the investments are classified within Level 1 of the valuation hierarchy. If quoted market prices are not available for the specific security, then fair values are estimated by using pricing models, quoted prices of securities with similar characteristics, or discounted cash flows. When quoted market prices for the specific security are not available in an active market, they are classified within Level 2 of the valuation hierarchy.

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Savings and Security Plan of the  
Lockport and Waterbury Facilities  
Notes to Financial Statements (continued)

**4. Fair Value Measurements (continued)**

Synthetic investment contracts Fair value is based on the underlying investments. The underlying investments include government agency bonds, corporate bonds, ABOs and CMOs. Because inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, synthetic investment contracts are classified within Level 2 of the valuation hierarchy.

The following tables present the financial instruments carried at fair value by caption on the statements of net assets available for benefits and by category of the valuation hierarchy (as described above). The Plan had no assets classified within Level 3 of the valuation hierarchy. There were no reclassifications of assets between levels of the valuation hierarchy for the periods presented.

Assets measured at fair value on a recurring basis:

<b>December 31, 2010</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Total</b>
Interest in registered investment companies (a)	\$4,146,616	\$	\$4,146,616
Interest in synthetic investment contracts (b)		3,016,234	3,016,234
Corporate common stock (c)	1,622,945		1,622,945
Interest-bearing cash and cash equivalents	565,123		565,123
Interest in common collective trusts (d)		80,968	80,968
<b>Total assets at fair value</b>	<b>\$6,334,684</b>	<b>\$3,097,202</b>	<b>\$9,431,886</b>

- a) This class includes approximately 33% U.S. equity funds, 9% non-U.S. equity funds, 7% balanced funds, 42% target date funds, and 9% fixed income funds.
- b) This class includes approximately 23% government agency bonds, 22% corporate bonds, 26% residential mortgage-backed securities, 11% commercial mortgage-backed securities, 4% short-term investments, and 14% asset-backed securities.
- c) Comprised of ATI common stock.
- d) This class includes approximately 100% fixed income funds.

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Savings and Security Plan of the  
Lockport and Waterbury Facilities  
Notes to Financial Statements (continued)

**4. Fair Value Measurements (continued)**

December 31, 2009	Level 1	Level 2	Total
Interest in registered investment companies (a)	\$1,588,337	\$	\$1,588,337
Interest in synthetic investment contracts (b)		3,050,415	3,050,415
Corporate common stock (c)	1,170,480		1,170,480
Interest-bearing cash and cash equivalents	329,618		329,618
Interest in common collective trusts (d)		1,945,888	1,945,888
Total assets at fair value	\$3,088,435	\$4,996,303	\$8,084,738

- a) This class includes approximately 44% U.S. equity funds, 21% non-U.S. equity funds, 18% balanced funds, and 17% fixed income funds.
- b) This class includes approximately 13% government agency bonds, 19% corporate bonds, 28% residential mortgage-backed securities, 14% commercial mortgage-backed securities, and 26% asset-backed securities.
- c) Comprised of ATI common stock.
- d) This class includes approximately 73% target date funds, 23% U.S. equity funds and 4% fixed income funds.

**5. Income Tax Status**

The Plan has received a determination letter from the Internal Revenue Service (IRS) dated July 30, 2010, stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (the Code) and, therefore, the related trust is exempt from taxation. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The plan administrator believes that the Plan is being operated in compliance with the applicable requirements of the Code and, therefore, believes that the Plan is qualified and the related trust is tax-exempt. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2010, there are no uncertain positions taken or expected to be taken. The earliest tax year open to U.S. Federal examination is 2007.

**6. Plan Termination**

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. However, no such action may deprive any participant or beneficiary under the Plan of any vested right.

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Savings and Security Plan of the  
Lockport and Waterbury Facilities  
Notes to Financial Statements (continued)

**7. Risks and Uncertainties**

The Plan invests in various investment securities. Investment securities are exposed to various risk such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

If the Plan were deemed to be in violation of ERISA or lose its tax exempt status, among other events, the issuers of the fully responsive investment contracts would have the ability to terminate the contracts and settle at an amount different from contract value.

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Savings and Security Plan of the  
Lockport and Waterbury Facilities  
EIN: 25-1792394 Plan: 007  
Schedule H, Line 4i Schedule of Assets (Held at End of Year)

December 31, 2010

Description	Current Value
Interest-bearing cash and cash equivalents	
EB Temporary Investment Fund of Bank of New York Mellon	\$ 565,123
Adjustment from fair to book value	(1,631)
	\$ 563,492
Registered Investment Companies	
Alliance Bernstein Small Mid Cap Value Fund	\$ 298,598
American Funds Europacific Growth Fund	385,897
American Funds Growth Fund of America	293,492
MFS Value Fund	122,273
MSIF Small Company Growth Fund	384,723
Vanguard Target Retirement 2015 Fund	292,249
Vanguard Target Retirement 2020 Fund	575,998
Vanguard Target Retirement 2025 Fund	387,161
Vanguard Target Retirement 2030 Fund	302,255
Vanguard Target Retirement 2035 Fund	125,660
Vanguard Target Retirement 2040 Fund	61,624
Vanguard Target Retirement 2045 Fund	9,871
Vanguard Inflation-Protected Securities Fund	5,848
Vanguard Institutional Index Fund	522,492
Vanguard Total Bond Market Index Fund	378,475
Total Registered Investment Companies	\$ 4,146,616
Corporate Common Stock	
Allegheny Technologies Incorporated*	\$ 1,622,945
Common Collective Trusts	
BNY Mellon Stable Value Fund	\$ 80,968
Adjustment from fair to book value	(1,439)
	\$ 79,529
Fixed Maturity Synthetic Contracts	
CMBS, BACM 2002-2 A3	\$ 31,712

CMBS, BACM 2005-3 A3A	39,799
Freddie Mac, FHR 2760 EB	7,208
Freddie Mac, FHR 2786 PC	2,526
Freddie Mac, FHR 2865 PQ	17,319
Freddie Mac, FHR 2866 XD	15,128
Freddie Mac, FHR 2870 BD	12,158
Freddie Mac, FHR 2888 OW	9,611

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Savings and Security Plan of the  
Lockport and Waterbury Facilities  
EIN: 25-1792394 Plan: 007  
Schedule H, Line 4i Schedule of Assets (Held at End of Year)

December 31, 2010

Description	Current Value
GNMA Project Loans, GNR 06-51 A	30,220
Auto Valet 2008-2 A3A	29,151
Bank of America, N.A. Wrap contract	(6,619)
 Bank of America, N.A. Fixed Maturity Synthetic Contract 03-040	 188,213
CMBS, CDCMT 2002-FX1D1	31,998
Rate Redu Bonds, CNP 05-A A2	27,133
Freddie Mac, FHR 2631 LB	3,572
Freddie Mac, FHR 2778 KR	3,881
Freddie Mac, FHR 2981 NB	919
Freddie Mac, FHR 2891 NB	31,784
CMBS, MLMT 05-CIP1 A2	46,071
CMBS, MLMT 05-CKI1 A2	14,504
CMBS, CD05-CD1 A2 FX	14,756
State Street Bank Wrap contract	(4,464)
 State Street Bank Fixed Maturity Synthetic Contract 105028	 170,154
CMBS, BSCMS 05-T18 A2	14,343
Freddie Mac, FHR 2763 PC	4,728
Freddie Mac, FHR 2921 NV	12,202
Freddie Mac, FHR 2934 OC	17,722
CMBS, JPMCC 05-LDP2 A2	3,426
Natixis Financial Products Wrap contract	(947)
 Natixis Financial Products Fixed Maturity Synthetic Contract #1245-01	 51,474
 Total Fixed Maturity Synthetic Contracts	 \$ 409,841
 Variable Rate Synthetic Contracts	
Natixis Financial Products	\$ 62,015
Natixis Wrap contract	(744)
 Total Variable Rate Synthetic Contracts	 \$ 61,271
 Constant Duration Synthetic Contracts:	

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BlackRock, 1-3 Year Government Bond Index Fund	\$	86,353
BlackRock, 1-3 Year Credit Bond Index Fund		152,762
BlackRock, Asset-Backed Sec Index Fund		220,530
BlackRock, Comm Mortgage-Backed Sec Fund		41,139
BlackRock, Int Term Credit Bond Index Fund		180,464
BlackRock, Int Term Government Bond Index Fund		80,167
BlackRock Global Investors, Long Term Government Bond Index Fund		42,243
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Savings and Security Plan of the  
Lockport and Waterbury Facilities  
EIN: 25-1792394 Plan: 007  
Schedule H, Line 4i Schedule of Assets (Held at End of Year)

December 31, 2010

Description	Current Value
BlackRock, Mortgage-Backed Sec Index Fund	203,694
Monumental Life Ins. Co. Wrap contract	(30,086)
Monumental Life Ins. Co. Constant Duration Synthetic Contract MDA00895TR	977,266
BlackRock, 1-3 Year Government Bond Index Fund	46,498
BlackRock, 1-3 Year Credit Bond Index Fund	82,256
BlackRock, Asset-Backed Sec Index Fund	118,746
BlackRock, Comm Mortgage-Backed Sec Fund	22,152
BlackRock, Int Term Credit Bond Index Fund	97,173
BlackRock, Int Term Government Bond Index Fund	43,167
BlackRock, Long Term Government Bond Index Fund	22,746
BlackRock, Mortgage-Backed Sec Index Fund	109,682
State Street Bank Wrap contract	(16,187)
State Street Bank Constant Duration Synthetic Contract 107073	526,233
Prudential Core Conservative Intermediate Bond Fund	982,576
Prudential Wrap Contract	(29,597)
Prudential Constant Duration Synthetic Contract GA 62215	952,979
Total Constant Duration Synthetic Contracts	\$ 2,456,478
Participant loans* (4.25% to 9.25%, with maturities through 2015)	\$ 470,396

\* Party-in-interest

**Table of Contents**

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the administrators of the Plan have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

**ALLEGHENY TECHNOLOGIES  
INCORPORATED**

**SAVINGS AND SECURITY PLAN OF  
THE LOCKPORT AND WATERBURY  
FACILITIES**

Date: June 28, 2011

By: /s/ Karl D. Schwartz

Karl D. Schwartz  
Controller and Principal Accounting  
Officer  
(Principal Accounting Officer and Duly  
Authorized Officer)

16

NT-WEIGHT: bold; TEXT-ALIGN: left">Check box if disclosure of legal proceedings is required pursuant to items 2 (d) or 2 (e)

6  
Citizenship or place of organization  
USA

Number Of

Shares

Beneficially

Owned

By Each

Reporting

Person

With

: 7

:

:

:

Sole voting power

None  
: 8  
:  
:  
:  
Shared voting power

None  
: 9  
:  
:  
:  
Sole dispositive power

None  
:10  
:  
:  
:  
Shared dispositive power

None  
11

Aggregate amount beneficially owned by each reporting person

None  
12

Check box if the aggregate amount in row (11) excludes certain shares  
(SEE INSTRUCTIONS)   
13

Percent of class represented by amount in row (11)

0.00%  
14

Type of reporting person (SEE INSTRUCTIONS)  
IN





Item 1. Security and Issuer

This Amendment No. 33 to Schedule 13D on the Common Stock of CIRCOR International, Inc. (the "Issuer") is being filed on behalf of the undersigned to amend the Schedule 13D, as amended (the "Schedule 13D"), which was originally filed on November 1, 1999. Unless otherwise indicated, all capitalized terms used herein but not defined herein shall have the same meaning as set forth in the Schedule 13D.

Item 2. Identity and Background

Item 2 to Schedule 13D is amended, in pertinent part, as follows:

This statement is being filed by Mario J. Gabelli ("Mario Gabelli") and various entities which he directly or indirectly controls or for which he acts as chief investment officer. These entities, except for LICT Corporation ("LICT"), CIBL, Inc. ("CIBL") and ICTC Group, Inc. ("ICTC"), engage in various aspects of the securities business, primarily as investment adviser to various institutional and individual clients, including registered investment companies and pension plans, and as general partner or the equivalent of various private investment partnerships or private funds. Certain of these entities may also make investments for their own accounts.

The foregoing persons in the aggregate often own beneficially more than 5% of a class of equity securities of a particular issuer. Although several of the foregoing persons are treated as institutional investors for purposes of reporting their beneficial ownership on the short-form Schedule 13G, the holdings of those who do not qualify as institutional investors may exceed the 1% threshold presented for filing on Schedule 13G or implementation of their investment philosophy may from time to time require action which could be viewed as not completely passive. In order to avoid any question as to whether their beneficial ownership is being reported on the proper form and in order to provide greater investment flexibility and administrative uniformity, these persons have decided to file their beneficial ownership reports on the more detailed Schedule 13D form rather than on the short-form Schedule 13G and thereby to provide more expansive disclosure than may be necessary.

(a), (b) and (c) - This statement is being filed by one or more of the following persons: GGCP, Inc. ("GGCP"), GGCP Holdings LLC ("GGCP Holdings"), GAMCO Investors, Inc. ("GBL"), Associated Capital Group, Inc. ("AC"), Gabelli Funds, LLC ("Gabelli Funds"), GAMCO Asset Management Inc. ("GAMCO"), Teton Advisors, Inc. ("Teton Advisors"), Gabelli & Company Investment Advisers, Inc. ("GCIA"), G.research, LLC ("G.research"), MJG Associates, Inc. ("MJG Associates"), Gabelli Foundation, Inc. ("Foundation"), MJG-IV Limited Partnership ("MJG-IV"), Mario Gabelli, LICT, CIBL and ICTC. Those of the foregoing persons signing this Schedule 13D are hereinafter referred to as the "Reporting Persons".

GGCP makes investments for its own account and is the manager and a member of GGCP Holdings which is the controlling shareholder of GBL and AC. GBL, a public company listed on the New York Stock Exchange, is the parent company for a variety of companies engaged in the securities business, including certain of those named below. AC, a public company listed on the New York Stock Exchange, is the parent company for a variety of companies engaged in the securities business, including certain of those listed below.

GAMCO, a wholly-owned subsidiary of GBL, is an investment adviser registered under the Investment Advisers Act of 1940, as amended ("Advisers Act"). GAMCO is an investment manager providing discretionary managed account services for employee benefit plans, private investors, endowments, foundations and others.

GCIA, a wholly owned subsidiary of AC, is an investment adviser registered under the Advisers Act and serves as a general partner or investment manager to limited partnerships and offshore investment companies and other accounts. As a part of its business, GCIA may purchase or sell securities for its own account. GCIA is a general partner or investment manager of a number of funds or partnerships, including Gabelli Associates Fund, L.P., Gabelli Associates Fund II, L.P., Gabelli Associates Limited, Gabelli Associates Limited II E, ALCE Partners, L.P., Gabelli Capital Structure Arbitrage Fund LP, Gabelli Capital Structure Arbitrage Fund Limited, Gabelli Intermediate Credit Fund L.P., GAMA Select Energy + L.P., GAMCO Medical Opportunities L.P., and Gabelli Multimedia Partners, L.P. G.research, a wholly owned subsidiary of GCIA, is a broker-dealer registered under the Securities Exchange Act of 1934, as amended ("1934 Act"), which as a part of its business regularly purchases and sells securities for its own account.

Gabelli Funds, a wholly owned subsidiary of GBL, is a limited liability company. Gabelli Funds is an investment adviser registered under the Advisers Act which provides advisory services for The Gabelli Equity Trust Inc., The

Gabelli Asset Fund, The GAMCO Growth Fund, The Gabelli Convertible and Income Securities Fund Inc., The Gabelli Value 25 Fund Inc., The Gabelli Small Cap Growth Fund, The Gabelli Equity Income Fund, The Gabelli ABC Fund, The Gabelli Global Content & Connectivity Fund, The Gabelli Gold Fund, Inc., The Gabelli Multimedia Trust Inc., The Gabelli Global Rising Income & Dividend Fund, The Gabelli Capital Asset Fund, The GAMCO International Growth Fund, Inc., The GAMCO Global Growth Fund, The Gabelli Utility Trust, The Gabelli International Small Cap Fund, The Gabelli Utilities Fund, The Gabelli Dividend Growth Fund, The GAMCO Mathers Fund, The Gabelli Focus Five Fund, The Comstock Capital Value Fund, The Gabelli Dividend and Income Trust, The Gabelli Global Utility & Income Trust, The GAMCO Global Gold, Natural Resources, & Income Trust, The GAMCO Natural Resources Gold & Income Trust, The GDL Fund, Gabelli Enterprise Mergers & Acquisitions Fund, The Gabelli ESG Fund, Inc., The Gabelli Healthcare & Wellness<sup>Rx</sup> Trust, The Gabelli Global Small and Mid Cap Value Trust, Gabelli Value Plus+ Trust, Gabelli Merger Plus+ Trust, The Gabelli Go Anywhere Trust, Bancroft Fund Ltd. and Ellsworth Growth & Income Fund Ltd. (collectively, the "Funds"), which are registered investment companies. Gabelli Funds is also the investment adviser to the Gabelli Media Mogul NextShares, the Gabelli Food of All Nations NextShares, RBI NextShares, and The GAMCO International SICAV (sub-funds GAMCO Merger Arbitrage and GAMCO All Cap Value), a UCITS III vehicle.

Teton Advisors, an investment adviser registered under the Advisers Act, provides discretionary advisory services to The TETON Westwood Mighty Mites<sup>sm</sup> Fund, The TETON Westwood Income Fund, The TETON Westwood SmallCap Equity Fund, The TETON Westwood Mid-Cap Equity Fund, and The TETON Westwood Intermediate Bond Fund.

MJG Associates provides advisory services to private investment partnerships and offshore funds. Mario Gabelli is the sole shareholder, director and employee of MJG Associates. MJG Associates is the Investment Manager of Gabelli International Limited and Gabelli Fund, LDC. Mario J. Gabelli is the general partner of Gabelli Performance Partnership, LP.

The Foundation is a private foundation. Mario Gabelli is the Chairman, a Trustee and the Investment Manager of the Foundation. Elisa M. Wilson is the President of the Foundation.

LICT is a holding company with operating subsidiaries engaged primarily in the rural telephone industry. LICT actively pursues new business ventures and acquisitions. LICT makes investments in marketable securities to preserve capital and maintain liquidity for financing their business activities and acquisitions and are not engaged in the business of investing, or trading in securities. Mario J. Gabelli is the Chief Executive Officer, a director, and substantial shareholder of LICT.

ICTC is a holding company with subsidiaries in voice, broadband and other telecommunications services, primarily in the rural telephone industry. ICTC makes investments in marketable securities to preserve capital and maintain liquidity for financing their business activities and acquisitions and are not engaged in the business of investing, or trading in securities. Mario J. Gabelli is a director, and substantial shareholder of ICTC.

CIBL is a holding company with interests in telecommunications operations, primarily in the rural telephone industry. CIBL actively pursues new business ventures and acquisitions. CIBL makes investments in marketable securities to preserve capital and maintain liquidity for financing their business activities and acquisitions and are not engaged in the business of investing, or trading in securities. Mario J. Gabelli is a director, and substantial shareholder of CIBL. Mario Gabelli is the controlling stockholder, Chief Executive Officer and a director of GGCP and Chairman and Chief Executive Officer of GBL. He is the Executive Chairman of AC. Mario Gabelli is also a member of GGCP Holdings. Mario Gabelli is the controlling shareholder of Teton.

MJG-IV is a family partnership in which Mario Gabelli is the general partner. Mario Gabelli has less than a 100% interest in MJG-IV. MJG-IV makes investments for its own account. Mario Gabelli disclaims ownership of the securities held by MJG-IV beyond his pecuniary interest.

The Reporting Persons do not admit that they constitute a group.

GAMCO is a New York corporation and GBL, AC, GCIA, and Teton Advisors are Delaware corporations, each having its principal business office at One Corporate Center, Rye, New York 10580. GGCP is a Wyoming corporation having its principal business office at 140 Greenwich Avenue, Greenwich, CT 06830. GGCP Holdings is a Delaware limited liability corporation having its principal business office at 140 Greenwich Avenue, Greenwich, CT 06830. G.research is a Delaware limited liability company having its principal offices at One Corporate Center, Rye, New York 10580. Gabelli Funds is a New York limited liability company having its principal business office at One

Corporate Center, Rye, New York 10580. MJG Associates is a Connecticut corporation having its principal business office at 140 Greenwich Avenue, Greenwich, CT 06830. The Foundation is a Nevada corporation having its principal offices at 165 West Liberty Street, Reno, Nevada 89501. LICT is a Delaware corporation having its principal place of business as 401 Theodore Fremd Avenue, Rye, New York 10580. CIBL, Inc. is a Delaware corporation having its principal place of business as 165 West Liberty Street, Suite 220, Reno, NV 89501. ICTC Group Inc. is a Delaware corporation having its principal place of business as 556 Main Street, Nome, North Dakota 58062.

For information required by instruction C to Schedule 13D with respect to the executive officers and directors of the foregoing entities and other related persons (collectively, "Covered Persons"), reference is made to Schedule I annexed hereto and incorporated herein by reference.

(d) – Not applicable.

(e) – Not applicable.

(f) – Reference is made to Schedule I hereto.

### Item 3. Source and Amount of Funds or Other Consideration

Item 3 to Schedule 13D is amended, in pertinent part, as follows:

The Reporting Persons used an aggregate of approximately \$7,685,319 to purchase the additional Securities reported as beneficially owned in Item 5 since the most recent filing on Schedule 13D. GAMCO and Gabelli Funds used approximately \$6,086,656 and \$1,229,050 respectively, of funds that were provided through the accounts of certain of their investment advisory clients (and, in the case of some of such accounts at GAMCO, may be through borrowings from client margin accounts) in order to purchase the additional Securities for such clients. Teton Advisors used approximately \$296,295 of funds of investment advisory clients to purchase the additional Securities reported by it. Foundation used approximately \$73,318 of funds of a private entity to purchase the additional Securities reported by it.

### Item 5. Interest In Securities Of The Issuer

Item 5 to Schedule 13D is amended, in pertinent part, as follows:

(a) The aggregate number of Securities to which this Schedule 13D relates is 2,996,495 shares, representing 15.11% of the 19,831,442 shares outstanding as reported by the Issuer. The Reporting Persons beneficially own those Securities as follows:

Name	Shares of Common Stock	% of Class of Common
GAMCO	1,782,843	8.99%
Gabelli Funds	1,023,852	5.16%
Teton Advisors	185,800	0.94%
GCIA	2,000	0.01%
Foundation	2,000	0.01%

Mario Gabelli is deemed to have beneficial ownership of the Securities owned beneficially by each of the foregoing persons. GCIA is deemed to have beneficial ownership of the Securities beneficially owned by G.research. AC, GBL and GGCP are deemed to have beneficial ownership of the Securities owned beneficially by each of the foregoing persons other than Mario Gabelli and the Foundation.

(b) Each of the Reporting Persons and Covered Persons has the sole power to vote or direct the vote and sole power to dispose or to direct the disposition of the Securities reported for it, either for its own benefit or for the benefit of its investment clients or its partners, as the case may be, except that (i) GAMCO does not have the authority to vote 138,500 of the reported shares, (ii) Gabelli Funds has sole dispositive and voting power with respect to the shares of the Issuer held by the Funds so long as the aggregate voting interest of all joint filers does not exceed 25% of their total voting interest in the Issuer and, in that event, the Proxy Voting Committee of each Fund shall respectively vote

that Fund's shares, (iii) at any time, the Proxy Voting Committee of each such Fund may take and exercise in its sole discretion the entire voting power with respect to the shares held by such fund under special circumstances such as regulatory considerations, and (iv) the power of Mario Gabelli, AC, GBL, and GGCP is indirect with respect to Securities beneficially owned directly by other Reporting Persons.

(c) Information with respect to all transactions in the Securities which were effected during the past sixty days or since the most recent filing on Schedule 13D, whichever is less, by each of the Reporting Persons and Covered Persons is set forth on Schedule II annexed hereto and incorporated herein by reference.

(e) Not applicable.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: July 3, 2018

GGCP, INC.  
MARIO J. GABELLI

By: /s/ David Goldman  
David Goldman  
Attorney-in-Fact

TETON ADVISORS, INC.  
GABELLI FUNDS, LLC

By: /s/ David Goldman  
David Goldman  
General Counsel – Gabelli Funds, LLC  
Counsel-Teton Advisors, Inc.

GAMCO INVESTORS, INC.

By: /s/ Kevin Handwerker  
Kevin Handwerker  
General Counsel & Secretary – GAMCO Investors, Inc.

ASSOCIATED CAPITAL GROUP, INC.  
GAMCO ASSET MANAGEMENT INC.  
GABELLI & COMPANY INVESTMENT ADVISERS, INC.

By: /s/ Douglas R. Jamieson  
Douglas R. Jamieson  
President & Chief Executive Officer – Associated Capital  
Group, Inc.  
President – GAMCO Asset Management Inc.  
President – Gabelli & Company Investment Advisers, Inc.



Schedule I

Information with Respect to Executive  
Officers and Directors of the Undersigned

Schedule I to Schedule 13D is amended, in pertinent part, as follows:

The following sets forth as to each of the executive officers and directors of the undersigned: his name; his business address; his present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. Unless otherwise specified, the principal employer of each such individual is GAMCO Asset Management Inc., Gabelli Funds, LLC, Gabelli & Company Investment Advisers, Inc., G.research, LLC, Teton Advisors, Inc., Associated Capital Group, Inc. or GAMCO Investors, Inc., the business address of each of which is One Corporate Center, Rye, New York 10580, and each such individual identified below is a citizen of the United States. To the knowledge of the undersigned, during the last five years, no such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors), and no such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which he was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities law or finding any violation with respect to such laws except as reported in Item 2(d) and (e) of this Schedule 13D.

GAMCO Investors, Inc.  
Directors:

Edwin L. Artzt  
Former Chairman and Chief Executive Officer  
Procter & Gamble Company  
900 Adams Crossing  
Cincinnati, OH 45202

Raymond C. Avansino  
Chairman & Chief Executive Officer  
E.L. Wiegand Foundation  
165 West Liberty Street  
Reno, NV 89501

Leslie B. Daniels  
Director  
c/o GAMCO Investors, Inc.  
One Corporate Center  
Rye, NY 10580

Mario J. Gabelli  
Chief Executive Officer and Chief Investment Officer of GGCP, Inc.  
Chairman & Chief Executive Officer of GAMCO Investors, Inc.  
Executive Chairman & Chief Executive Officer of Associated Capital Group, Inc.  
Director/Trustee of all registered investment companies advised by Gabelli Funds, LLC.

Elisa M. Wilson  
Director  
c/o GAMCO Investors, Inc.  
One Corporate Center  
Rye, NY 10580

Eugene R. McGrath  
Former Chairman and Chief Executive Officer  
Consolidated Edison, Inc.  
4 Irving Place  
New York, NY 10003

Robert S. Prather  
President & Chief Executive Officer  
Heartland Media, LLC  
1843 West Wesley Road  
Atlanta, GA 30327

Officers:

Mario J. Gabelli  
Chairman and Chief Executive Officer

Henry G. Van der Eb  
Senior Vice President

Bruce N. Alpert  
Senior Vice President



Agnes Mullady Senior Vice President

Kevin Handwerker Executive Vice President, General Counsel and Secretary

GAMCO Asset Management  
Inc.

Directors:

Douglas R. Jamieson

Regina M. Pitaro

William S. Selby

Officers:

Mario J. Gabelli Chief Executive Officer and Chief Investment Officer – Value Portfolios

Douglas R. Jamieson President, Chief Operating Officer and Managing Director

David Goldman General Counsel, Secretary & Chief Compliance Officer

Gabelli Funds, LLC

Officers:

Mario J. Gabelli Chief Investment Officer – Value Portfolios

Bruce N. Alpert Executive Vice President and Chief Operating Officer

Agnes Mullady President and Chief Operating Officer – Open End Fund Division

David Goldman General Counsel

Gabelli Foundation, Inc.

Officers:

Mario J. Gabelli Chairman, Trustee & Chief Investment Officer

Elisa M. Wilson President

Marc Gabelli Trustee

Matthew R. Gabelli Trustee

Michael Gabelli Trustee

MJG-IV Limited Partnership

Officers:

Mario J. Gabelli General Partner



GGCP, Inc.

Directors:

	Chief Executive Officer and Chief Investment Officer of GGCP, Inc. Chairman & Chief Executive Officer of GAMCO Investors, Inc. Executive Chairman & Chief Executive Officer of Associated Capital Group, Inc. Director/Trustee of all registered investment companies advised by Gabelli Funds, LLC.
Mario J. Gabelli	
Marc Gabelli	President – GGCP, Inc. Vice President – Trading G.research, Inc.
Matthew R. Gabelli	One Corporate Center Rye, NY 10580
Michael Gabelli	President & COO Gabelli & Partners, LLC One Corporate Center Rye, NY 10580
Frederic V. Salerno	Chairman Former Vice Chairman and Chief Financial Officer Verizon Communications

Vincent S. Tese      Executive  
Chairman – FCB  
Financial Corp

Officers:

Mario J. Gabelli      Chief Executive  
Officer and Chief  
Investment  
Officer

Marc Gabelli      President  
Vice President,

Silvio A. Berni      Assistant  
Secretary and  
Controller

GGCP Holdings LLC

Members:

GGCP, Inc.      Manager and  
Member

Mario J. Gabelli      Member

Teton Advisors, Inc.

Directors:

Stephen G. Bondi

Nicholas F. Galluccio Chairman of the Board

Vincent J. Amabile Chief Executive Officer and President

John Tesoro

Officers:

Nicholas F. Galluccio See above

Michael J. Mancuso Chief Financial Officer

Tiffany Hayden Secretary

Associated Capital Group, Inc.  
Directors:

Mario J. Gabelli  
Chief Executive Officer and Chief Investment Officer of GGCP, Inc.  
Chairman & Chief Executive Officer of GAMCO Investors, Inc.  
Executive Chairman of Associated Capital Group, Inc.  
Director/Trustee of all registered investment companies advised by Gabelli Funds, LLC.

Richard L. Bready  
Former Chairman and Chief Executive Officer  
Nortek, Inc.  
50 Kennedy Plaza  
Providence, RI 02903

Marc Gabelli  
President – GGCP, Inc.

Douglas R. Jamieson  
President and Chief Executive Officer

Bruce Lisman  
Former Chairman - JP Morgan – Global Equity Division

Daniel R. Lee  
Chief Executive Officer  
Full House Resorts, Inc.  
4670 South Ford Apache Road, Suite 190  
Las Vegas, NV 89147

Salvatore F. Sodano  
Vice Chairman of the Board

Frederic V. Salerno  
See above

Officers:

Mario J. Gabelli  
Executive Chairman

Douglas R. Jamieson  
President and Chief Executive Officer

Francis J. Conroy  
Interim Chief Financial Officer

Kevin Handwerker  
Executive Vice President, General Counsel and Secretary

David Fitzgerald  
Assistant Secretary

Gabelli & Company Investment Advisers,  
Inc.  
Directors:

Douglas R. Jamieson

Officers:

Douglas R. Jamieson Chief Executive Officer and President

Kevin Handwerker Executive Vice President, General Counsel and Secretary

David Fitzgerald Assistant Secretary

G.research, LLC

Officers:

Cornelius V. McGinity President

Maria Gigi Controller and Financial Operations Principal

Bruce N. Alpert Vice President

Douglas R. Jamieson Secretary

Kevin Handwerker Assistant Secretary

David Fitzgerald Assistant Secretary

Josephine D. LaFauci Chief Compliance Officer

SCHEDULE II  
 INFORMATION WITH RESPECT TO  
 TRANSACTIONS EFFECTED DURING THE PAST SIXTY DAYS OR  
 SINCE THE MOST RECENT FILING ON SCHEDULE 13D (1)

DATE	SHARES PURCHASED SOLD(-)	AVERAGE PRICE(2)
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COMMON STOCK-CIRCOR INTERNATIONAL, INC.

GAMCO ASSET MANAGEMENT INC.

7/02/18	210	36.3796
7/02/18	4,000	36.4855
7/02/18	2,000	36.3796
7/02/18	1,000	36.3500
7/02/18	700	36.3796
7/02/18	700	36.3796
7/02/18	3,500	36.3603
7/02/18	4,100	36.3796
7/02/18	2,000	36.3796
6/29/18	300	37.5058
6/29/18	192	37.4827
6/29/18	162	37.4827
6/29/18	44	37.4827
6/29/18	74	37.4827
6/29/18	39	37.4828
6/29/18	39	37.4828
6/29/18	150	37.5661
6/29/18	4,700	37.4461
6/29/18	1,000	37.4461
6/29/18	500	37.5058
6/29/18	500	37.5058
6/29/18	4,000	37.5058
6/29/18	300	37.5058
6/29/18	300	37.5058
6/29/18	300	37.5058
6/29/18	500	37.5058
6/29/18	1,000	37.5058
6/29/18	200	37.5058
6/29/18	500	37.5058
6/29/18	1,500	37.5058
6/29/18	500	37.5058
6/29/18	1,000	37.5058
6/29/18	4,000	37.5058
6/29/18	1,200	37.5058
6/29/18	300	37.5058
6/29/18	800	37.5058
6/28/18	100	37.1500
6/28/18	100	37.1500
6/28/18	400	36.6460
6/28/18	300	36.6460



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6/28/18	400	36.6460
6/28/18	400	36.6460
6/28/18	1,500	36.6460
6/28/18	400	36.6460
6/27/18	500	37.4900
6/27/18	500	37.4900
6/27/18	6,510	37.5200
6/27/18	500	37.6807
6/27/18	400	37.6807
6/27/18	400	37.6807
6/27/18	494	37.6807
6/27/18	500	37.6807
6/27/18	300	37.6807
6/27/18	3,000	37.2850
6/27/18	3,000	37.6807
6/27/18	55,000	37.2891
6/27/18	200	37.6807
6/26/18	1,000	37.7767
6/26/18	800	37.2067
6/26/18	800	37.2067
6/26/18	3,490	37.4800
6/26/18	500	37.1916
6/26/18	600	37.2265
6/26/18	1,500	37.8513
6/26/18	1,000	37.7952
6/26/18	306	37.4239
6/26/18	500	37.4239
6/26/18	1,000	37.4239
6/26/18	1,000	37.4239
6/26/18	600	37.4239
6/26/18	2,000	37.4239
6/26/18	300	37.4239
6/26/18	300	37.7686
6/26/18	10,000	37.7952
6/26/18	1,000	37.4239
6/26/18	4,000	37.4239
6/26/18	1,500	37.4239
6/26/18	500	37.4239
6/26/18	600	37.4239
6/26/18	1,000	37.4239
6/26/18	700	37.4239
6/26/18	600	37.4239
6/26/18	1,000	37.4239
6/26/18	3,000	37.4239
6/26/18	500	37.7618
6/26/18	700	37.4239
6/26/18	500	37.4239
6/26/18	500	37.4239
6/26/18	4,500	37.2265
TETON ADVISORS, INC.		
6/26/18	7,965	37.1997

GABELLI FOUNDATION, INC.

7/02/18	500	36.2500
6/28/18	500	35.6460
6/27/18	1,000	37.3700

GABELLI FUNDS, LLC.

GABELLI EQUITY TRUST

6/26/18	15,000	37.4317
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GABELLI VALUE PLUS TRUST

6/08/18	2,702	36.8907
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GABELLI GO ANYWHERE TRUST

6/26/18	4,000	37.0900
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GABELLI FOCUS FIVE FUND

6/28/18	10,000	36.4621
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GABELLI ENTERPRISE M&A FUND

7/02/18	1,500	36.6100
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(1) UNLESS OTHERWISE INDICATED, ALL TRANSACTIONS WERE EFFECTED ON THE NYSE.

(2) PRICE EXCLUDES COMMISSION.

(\*) RESULTS IN CHANGE OF DISPOSITIVE POWER AND BENEFICIAL OWNERSHIP.

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