

DUCOMMUN INC /DE/  
Form 4  
April 17, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**BERENATO JOSEPH C**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**412 PASEO MIRAMAR**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**04/15/2015**

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

**REDONDO BEACH, CA 90277**

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	04/15/2015		M		20,000	A	\$ 24.34
Common Stock	04/15/2015		F		14,653	D	\$ 33.22
Common Stock	04/15/2015		M		20,000	A	\$ 17.46
Common Stock	04/15/2015		F		10,511	D	\$ 33.22
Common Stock	04/15/2015		M		15,000	A	\$ 18.04
	04/15/2015		F		8,145	D	40,084

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Common Stock	\$ 33.22		
Common Stock	24,750	I	In IRA FBO self
Common Stock	6,950	I	In trust FBO children
Common Stock	425	I	In IRA FBO wife
Common Stock	18,314	I	By wife

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option - Right to Buy <sup>(1)</sup>	\$ 24.34	04/15/2015		M	20,000	06/18/2009 <sup>(2)</sup>	06/17/2015	Common Stock	20,000
Option - Right to Buy <sup>(1)</sup>	\$ 17.46	04/15/2015		M	20,000	07/30/2010 <sup>(3)</sup>	07/29/2016	Common Stock	20,000
Option - Right to Buy <sup>(1)</sup>	\$ 18.04	04/15/2015		M	15,000	06/23/2011 <sup>(4)</sup>	06/22/2017	Common Stock	15,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BERENATO JOSEPH C  
412 PASEO MIRAMAR X  
REDONDO BEACH, CA 90277

## Signatures

/s/ Joseph C.                      04/16/2015  
Berenato

     \*\*Signature of                      Date  
Reporting Person

## 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 under the Ducommun Incorporated Employee Stock Option Plans, which are Rule 16b-3 plans.
  - (2) The option became exercisable in four equal installments: June 18, 2009, 2010, 2011 and 2012.
  - (3) The option became exercisable in four equal installments: July 30, 2010, 2011, 2012 and 2013.
  - (4) The option became exercisable in four equal installments: June 23, 2011, 2012, 2013 and 2014.

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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