BENANTE MARTIN R Form 4

April 25, 2018

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

(Print or Type Responses)

1. Name and Address of Reporting Person * BENANTE MARTIN R

(First) (Middle) (Last)

100 FIRST STAMFORD PLACE

(Street)

STAMFORD, CT 06902-6784

2. Issuer Name and Ticker or Trading

Symbol CRANE CO /DE/ [CR]

3. Date of Earliest Transaction

(Month/Day/Year) 04/23/2018

4. If Amendment, Date Original

Filed(Month/Day/Year)

Person

(City) (State) (Zip)

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if

(Instr. 3)

(Month/Day/Year)

4. Securities TransactionAcquired (A) or Code (Instr. 8)

Disposed of (D) (Instr. 3, 4 and 5)

(A) or (Instr. 3 and 4)

Code V Amount (D) Price

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

response...

Estimated average

Issuer

(Check all applicable)

X_ Director 10% Owner Officer (give title Other (specify

below) 6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

> 6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4)

Following (Instr. 4) Reported Transaction(s)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of **SEC 1474** information contained in this form are not

> required to respond unless the form displays a currently valid OMB control

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

5. Amount of

Securities

Owned

Beneficially

number.

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

1. Title of Derivative Conversion Security or Exercise

Price of

(Instr. 3)

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if (Month/Day/Year)

4 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

(9-02)

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January 31,

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	Derivative Security				(A) or Disposed (D) (Instr. 3, and 5)					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Stock Units	(1)	04/23/2018	A		1,258		<u>(2)</u>	<u>(2)</u>	CRANE CO. COMMON, PAR VALUE \$1.00	1,258
Deferred Stock Units	<u>(1)</u>	04/23/2018(3)	A		90		<u>(2)</u>	<u>(2)</u>	CRANE CO. COMMON, PAR VALUE \$1.00	90

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
BENANTE MARTIN R						
100 FIRST STAMFORD PLACE	X					
STAMFORD CT 06902-6784						

Signatures

Attorney In Fact,
Christopher Dee

04/25/2018

**Signature of Reporting Person Da

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) Each Deferred Stock Unit represents the right to receive one share of Crane Co. common stock upon separation from service on the Board of Directors.
- Following separation from service on the Board of Directors, the Director will receive one share of Crane Co. common stock for each

 (2) Deferred Stock Unit; however, if the Director's service terminates before the first anniversary of the Grant, except for reasons of death, or a change in control of Crane Co., then the right to receive such shares will expire.
- (3) Additional Deferred Stock Units are granted during the year to coincide with payment of dividends on Crane Co. Stock.

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.

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