CURTISS WRIGHT CORP

Form 4 July 09, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

Linton Day	Address of Reporting	Symbol	er Name and Ticker or Trading 'ISS WRIGHT CORP [CW]	Issuer	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
CORPORA	(First) (FISS-WRIGHT ATION, 4 BECKE OAD, 3RD FLOOI	(Month/ 07/05/ ER	of Earliest Transaction /Day/Year) 2007	DirectorX_ Officer (give tit below)	10% Owner			
ROSELAN	(Street) ND, NJ 07068		nendment, Date Original onth/Day/Year)	Applicable Line) _X_ Form filed by One	t/Group Filing(Check Reporting Person e than One Reporting			
(City)	(State)	(Zip) Tal	ble I - Non-Derivative Securities	Acquired, Disposed of, o	r Beneficially Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired TransactiorDisposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. 7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (I) (Instr. 4)			
Common	07/05/2007		P <u>(1)</u> 616.0696 A 3	31.824 19,136.539 (3)	D			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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

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8. Properties Secution (Institute)

Do Se	Title of erivative ecurity estr. 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. Transa Code (Instr.		5. Number of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	S		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	
Pi C	ption to urchase ommon tock	\$ 30.86 (4)						11/16/2005	11/20/2016	Common Stock	36,713	

Reporting Owners

Reporting Owner Name / Address	Relationships					
. 0	Director	10% Owner	Officer	Other		
Linton David J						
C/O CURTISS-WRIGHT CORPORATION			Vice			
4 BECKER FARM ROAD, 3RD FLOOR			President			
ROSELAND, NJ 07068						

Signatures

Paul J. Ferdenzi by Power of Attorney for David J.
Linton 07/09/2007

**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 were purchased pursuant to the Company's 2003 Employee Stock Purchase Plan, under which Participant agrees to payroll (1) deductions prior to the commencement of a six month offering period whereby the payroll deductions are accumulated for the purchase of shares at the end of the offering period.
- The purchase price is calculated by giving a 15% discount on the average market price of the Company's stock price, as of the lower
- (2) market price of the two following dates: (i) the first day of the offering period or (ii) the last day of the offering period.
- (3) Number reflects a 2 for 1 stock split effectuated on April 21, 2006.
- (4) Exercise price is an average exercise price of awards previously granted to participant under the Company's Long Term Incentive Plan.

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.

Reporting Owners 2