Edgar Filing: DUCOMMUN INC /DE/ - Form 4

| Form 4 | IUN INC /DE/ | | | | | | | | | | |
|--|---|--|---|--|------------------------|---|---|--|---|--|--|
| June 19, 20 | | | | | | | | | PPROVAL | | |
| FORI | VI 4 UNITED | STATES | SECU | RITIES A | AND EX | CHANGE | COMMISSION | | | | |
| Washington, D.C. 20549 | | | | | | | Number: | 3235-0287 | | | |
| Check this box if no longer subject toSTATEMENT OF CHANGES IN BENEFICIAL SECURITIESSection 16. Form 4 or Form 5SECURITIESFiled pursuant to Section 16(a) of the Securities Ex | | | | | | | | Expires: Estimated burden hou response | urs per | | |
| obligat may co <i>See</i> Ins 1(b). | ions Section 170 | (a) of the F | ublic U | Itility Hol | ding Co | | of 1935 or Section | on | | | |
| (Print or Type | e Responses) | | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> HEISER JAMES S | | | 2. Issuer Name and Ticker or Trading Symbol DUCOMMUN INC /DE/ [DCO] | | | | 5. Relationship of Reporting Person(s) to Issuer | | | | |
| (Lest) (First) (Middle) | | | | | | | (Check all applicable) | | | | |
| (Last) (First) (Middle) DUCOMMUN INCORPORATED, 23301 WILMINGTON AVENUE | | | Date of Earliest Transaction (Month/Day/Year) 06/18/2008 | | | | Director 10% Owner X Officer (give title Other (specify below) below) VP and General Counsel | | | | |
| | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | | | |
| CARSON | , CA 90745-6209 | | | | | | Form filed by Person | More than One R | eporting | | |
| (City) | (State) | (Zip) | Tab | ole I - Non-J | Derivative | Securities A | cquired, Disposed o | of, or Beneficia | lly Owned | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | Execution l any | Date, if | 3. Transactic Code (Instr. 8) Code V | Disposed (Instr. 3, | (A) or of (D) | Securities Beneficially Owned | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| Reminder: R | eport on a separate line | e for each cla | iss of sec | urities bene | ficially ow | ned directly of | or indirectly. | | | | |
| | | | | | inforr requi | nation cont red to respo ays a curre | spond to the colle- ained in this form ond unless the for ntly valid OMB co | are not m | SEC 1474 (9-02) | | |
| | Tab | | | | | sposed of, or convertible s | Beneficially Owned securities) | l | | | |
| | | saction Date /Day/Year) | | | 4. Transact | 5. Number iorDerivative | | | 7. Title and Amount of Underlying Securities | | |

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| Security (Instr. 3) | or Exercise Price of Derivative Security | | any (Month | /Day/Year) | Code (Instr. 8) | - | ed (A) osed of | (Month/Day/Yea | r) | (Instr. 3 and | 4) |
|---|---|------------|---------------|------------------------|--------------------|-------|-------------------|-----------------------|--------------------|-----------------|------------------------------------|
| | | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Share |
| Option - Right to Buy <u>(1)</u> | \$ 24.34 | 06/18/2008 | | | А | 10,00 | 0 | 06/18/2009 <u>(2)</u> | 06/17/2015 | Common Stock | 10,000 |
| Reporting Owners | | | | | | | | | | | |
| Reporti | ing Owner Name / Address | / Address | Relationships | | | | | | | | |
| | | | Director | 10% Owner | Office | r | | Other | | | |
| HEISER JAMES S DUCOMMUN INCORPORATED 23301 WILMINGTON AVENUE CARSON, CA 90745-6209 | | | | VP and General Counsel | | | | | | | |

Signatures

| /s/ James S. Heiser | 06/19/2008 | | | | |
|--|------------|--|--|--|--|
| <u>**</u> 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 will vest in four equal installments on June 18, 2009, 2010, 2011 and 2012.

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.