

MCWILLIAMS D BRADLEY

Form 4

March 08, 2012

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box
if no longer
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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 *
MCWILLIAMS D BRADLEY

2. Issuer Name and Ticker or Trading
Symbol
MCDERMOTT INTERNATIONAL
INC [MDR]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
03/06/2012

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

C/O MCDERMOTT
INTERNATIONAL, INC., 757 N.
ELDRIDGE PARKWAY

(Street)

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

HOUSTON, TX 77079

(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 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	03/06/2012		M		676	A \$ 0.73	33,471 D
Common Stock	03/06/2012		M		15,000	A \$ 1.29	48,471 D
Common Stock	03/06/2012		M		15,000	A \$ 3.47	63,471 D
Common Stock	03/06/2012		M		2,700	A \$ 1.5	66,171 D
	03/06/2012		M		900	A \$ 3.43	67,071 D

Common
Stock

Common Stock	03/06/2012	M	2,700	A	\$ 10.79	69,771	D
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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
Stock Options (Right to Buy)	\$ 0.73	03/06/2012		M	676	02/15/2004	08/15/2013	Common Stock	676
Stock Options (Right to Buy)	\$ 1.29	03/06/2012		M	15,000	05/13/2005 ⁽¹⁾	05/13/2014	Common Stock	15,000
Stock Options (Right to Buy)	\$ 3.47	03/06/2012		M	15,000	05/12/2006 ⁽¹⁾	05/12/2015	Common Stock	15,000
Stock Options (Right to Buy)	\$ 1.5	03/06/2012		M	2,700	11/05/2004	05/05/2014	Common Stock	2,700
Stock Options (Right to Buy)	\$ 3.43	03/06/2012		M	900	11/04/2005	05/04/2015	Common Stock	900
Stock Options	\$ 10.79	03/06/2012		M	2,700	11/03/2006	05/03/2016	Common Stock	2,700

X