

] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, D.C. 20549

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## 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(f) of the Investment Company Act of 1940

Common Stock   Date   Deemed Execution   Date, if any   Deemed Execution   Date, if   De																		
(Last) (First) (Middle)  (C/O CURTISS-WRIGHT CORPORATION, 4 BECKER FARM ROAD, 3RD FLOOR  (Street)  (Street	1. Name and Add	dress of Re	eportin	g Person	*	2. Is	ssuer	Name	and Ti	cke	er or Ti	adir	ng Sym				Person(s)	to Issuer
(Last) (First) (Middle)  Definition of Security (Instr. 3)  Table II - Derivative Securities Beneficially Owned (e.g. puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Beneficially Owned (e.g. puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Beneficially Owned (e.g. puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Beneficially Owned (e.g. puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Beneficially Owned (e.g. puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Beneficially Owned (e.g. puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Beneficially Owned (e.g. puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Beneficially Owned (e.g. puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Beneficially Owned (e.g. puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Beneficially Owned (e.g. puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Date (funstr. 3)  Demend Code (one) (Instr. 3, 4 and 5)  Date Exercisable and Spiration Date Securities Conderlying Derivative Security (Instr. 3)  Date Exercisable Expiration Date Securities Date (Instr. 4)  Date Expiration Date Expiration Date Securities Conderlying Derivative Security (Instr. 4)  Definition of Date Securities Conderlying Derivative Security (Instr. 4)  Definition of Date Securities Conderlying Derivative Security (Instr. 4)  Definition of Date Securities Conderlying Derivative Security (Instr. 4)  Definition of Date Securities Conderlying Derivative Securities Conderlying	TYNAN GLE	ENN E				CU	J <b>RT</b> ]	ISS V	VRIG	H'	Г СО	RP	[ CW	]				
C/O CURTISS-WRIGHT CORPORATION, 4 BECKER FARM ROAD, 3RD FLOOR  4. If Amendment, Date Original Filed (MM/DD/YYYY)  4. If Amendment, Date Original Filed (MM/DD/YYYY)  5. Individual or Joint/Group Filing (Check Applicable Line)  6. Individual or Joint/Group Filing (Check Applicable Line)  6. Individual or Joint/Group Filing (Individualor Joint/Group Filing (Individual Or Joint/Group Filing (Individu	(Last) (First) (Middle)				3. Date of Earliest Transaction (MM/DD/YYYY)								Y) Direc	Director 10% Own			wner	
C/O CURTISS-WRIGHT CORPORATION, 4 BECKER FARM ROAD, 3RD FLOOR  (Street)  (Street)  (Street)  (Street)  (Street)  (Street)  (City)  (State)  (State)  (State)  (City)  (State)  (Zip)  (Instr. 3)  (State)  (Zip)  (State)  (Zip)  (Instr. 3)  (Instr. 4)  (Instr. 3)  (Instr. 3)  (Instr. 4)  (Instr. 3)  (Instr. 4)  (Instr. 3)  (Instr. 4)  (Instr. 3)  (Instr. 4)  (Instr. 3)  (Instr. 4)  (Instr. 3)  (Instr. 3)  (Instr. 3)  (Instr. 4)  (Instr. 3)  (Instr. 4)  (Instr. 3)  (Instr. 4)  (Ins															cer (give titl	e below)	Othe	r (specify
Common Stock   City   Comersion   Code   C	C/O CURTIS	S-WRI	GHT						1/16	/2	2009				sident an	d CFO		
## A. If Amendment, Date Original Filed (MM/DD/YYYY)  ## A. If Amendment, Date Original Filed (MM/DD/YYYY)  ## Applicable Line)  ## App	CORPORAT	ION, 4	BECI	KER														
ROSELAND, NJ 07068  (City) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1.Title of Security (Instr. 3)  Deemed Execution Date, if any  Table II - Derivative Securities Beneficially Owned (Securities Acquired (A) or Code V Amount (D) Price  Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Beneficially Owned (Instr. 4)  Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivate Securities Derivative Securities Derivative Securities Acquired (A) or Code V (A) (D) (Instr. 3 and 4)  Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivate Security (Instr. 3)  Table II - Derivative Securities Derivative Securities Derivative Securities Derivative Securities Security (Instr. 3)  Table II - Derivative Securities Derivative Securities Derivative Securities Security (Instr. 3)  Table II - Derivative Securities Derivative Securities Derivative Securities	FARM ROAI	<b>D, 3RD</b> 1	FLO	OR														
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Common Stock  Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivate Security (Instr. 3)  Conversion or Exercise Price of Derivative Security Security (Instr. 3)  Deemed Execution Date, if any Code V (A) (D)  Code V (A) (D)  Date Exercisable and Securities Derivative Security (Instr. 3 and 4)  Date Expiration Date  Expiration Date  Expiration Date  Expiration Date  Expiration Date  Expiration Date  Expiration Date  Expiration Date  Expiration Date  Option to Purchase  Expiration Date  Expiration D							Dec Exe Da	emed ecution te, if	Code		Acquired (A) Disposed of (I		or Fo D) (In	llowing Reported	ving Reported Transaction(s)			7. Nature of Indirect Beneficial Ownership
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivate Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security (Instr. 3)  Date Price of Derivative Security (Instr. 3)  Date Security (Instr. 3)  Date Date Code V (A) (D)  Date Exercisable and Securities Date Derivative Security (Instr. 3 and 4)  Date Expiration Date Expiration Date Date Expiration Date Date Expiration Date Security (Instr. 3 and 4)  Option to Purchase  Price of Derivative Security (Instr. 4)  Date Expiration Date Expiration Date Date Expiration Date Security (Instr. 4)  Date Expiration Date Expiration Date Security (Instr. 5)  Date Expiration Date Security (Instr. 4)  Date Date Date Security (Instr. 4)  Date Date Date Security (Instr. 4)  Date Date Date Date Security (Instr. 4)  Date Date Date Date Security (Instr. 4)  Date Date Date Date Date Security (Instr. 4)  Date Date Date Date Date Date Date Date							any	7	Code	V	Amount	or	Price				(I) (Instr.	(Instr. 4)
1. Title of Derivate Security (Instr. 3)  2. Conversion of Exercise Price of Derivative Security (Security (Instr. 3)  4. Trans. Deemed Execution Date, if any  5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Date  V (A)  Option to Purchase  2. Conversion of Exercise Price of Derivative Security (Instr. 3)  3. Trans. Deemed Execution Date (Instr. 8)  5. Number of Derivative Securities Expiration Date (Instr. 8)  5. Number of Derivative Security (Instr. 3 and 4)  5. Number of Derivative Security (Instr. 5)  5. Number of Derivative Security (Instr. 5)  6. Date Exercisable and Reprict of Derivative Security (Instr. 3 and 4)  7. Title and Amount of Securities Underlying Derivative Security (Instr. 5)  8. Price of Ownership Form of Derivative Security (Instr. 4)  Ownership Form of Derivative Security (Instr. 4)  Ownership Form of Derivative Security (Instr. 4)  Transaction (s) (Instr. 4)  Option to Purchase  8. Price of Derivative Security (Instr. 5)  8. Price of Ownership Ownership Form of Derivative Security (Instr. 5)  8. Price of Derivative Security (Instr. 5)  8. Price of Derivative Security (Instr. 5)  8. Price of Ownership Ownership Form of Derivative Security (Instr. 4)  Ownership Form of Derivative Security (Instr. 4)  11. Naturative Security (Instr. 4)  12. Title and Amount of Securities Underlying Derivative Security (Instr. 5)  8. Price of Ownership Ownership Form of Derivative Security (Instr. 4)  12. Value Security (Instr. 4)  13. Naturative Security (Instr. 5)  8. Price of Derivative Security (Instr. 5)  8. Price of Ownership Owner	Common Stock													220	670 <sup>(1)</sup>		D	
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Code   V   (A)   Date   Expiration   Date   Expiration   Date   Expiration   Date   Expiration   Date   Expiration   Title   Amount or   Number of   Transaction   (S) (Instr. 4)   Option to Purchase   \$40.28 (2)   11/20/2001   11/15/2018   Common   82401   D	Security	Conversion or Exercise Price of Derivative	on Trans. Date	Deemed Execution Date, if	Code	8)   I	Derivative Securities Acquired (A) or Disposed of (D)		Expira				Securitie Derivati	es Underlying ve Security	g Derivative Security	of derivative Securities Beneficially Owned	Ownership Form of Derivative Security: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
1					Code	le V	(A)	(D)				tion	Title	Number of		Reported Transaction	(I) (Instr.	
		\$40.28 (2)							11/20/	200	11/15/	2018		82401		82401	D	

## **Explanation of Responses:**

- (1) Share total corrects a clerical error in prior filing which did not take into account a 2 for 1 stock split which occurred in April 2006.
- (2) Exercise price is an average exercise price of awards previously granted to participant under the Company's Long Term Incentive Plan.

**Reporting Owners** 

Panarting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
TYNAN GLENN E								
C/O CURTISS-WRIGHT CORPORATION								
			Vice President and CFO					
4 BECKER FARM ROAD, 3RD FLOOR								
ROSELAND, NJ 07068								

Paul J. Ferdenzi by Power of Attorney for Glenn E. Tynan

1/16/2009

\*\* Signature of Reporting Person

Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.