| FORM 4 |
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| [] 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 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person * | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer |
|---|--|--|
| | | (Check all applicable) |
| SMITH ALBERT E | CURTISS WRIGHT CORP [CW] | |
| (Last) (First) (Middle) | 3. Date of Earliest Transaction (MM/DD/YYYY) | X Director 10% Owner |
| | | Officer (give title below) Other (specify |
| C/O CURTISS-WRIGHT | 5/16/2013 | below) |
| CORPORATION, 10 | | |
| WATERVIEW BOULEVARD | | |
| (Street) | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | 6. Individual or Joint/Group Filing (Check Applicable Line) |
| PARSIPPANY, NJ 07054 | | |
| (City) (State) (Zip) | | X Form filed by One Reporting Person |
| (City) (State) (Zip) | | Form filed by More than One Reporting Person |

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

| | | | | | - | | - | - | | |
|---------------------|-----------|-----------|----------------------------------|-----------------------------|---|---|-----------------------------------|------------|-------------|------------|
| 1.Title of Security | 2. Trans. | 2A. | 3. Trans. 4. Securities Acquired | | ities Acquired 5. Amount of Securities Beneficially Owned | | 6. | 7. Nature | | |
| (Instr. 3) | Date | Deemed | Code | Code (A) or Disposed of (D) | | sed of (D) | Following Reported Transaction(s) | Ownership | of Indirect | |
| | | Execution | (Instr. 8 | tr. 8) (Instr. 3, 4 and 5) | | 8) (Instr. 3, 4 and 5) (Instr. 3 and 4) | | Form: | Beneficial | |
| | | Date, if | | | | | | Direct (D) | Ownership | |
| | | any | | | | (A) | | | or Indirect | (Instr. 4) |
| | | | | | | or | | | (I) (Instr. | |
| | | | Code | V | Amount | (D) | Price | | 4) | |
| Common Stock | 5/16/2013 | | A (1) | | 106 | A | \$35.87 (2) | 15810.01 | D | |
| | | | | | | | <i>\$22.01</i> | | | |

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

| | | | | | | · | 、 U | | | / / L / | | | , | |
|----------------------|-------------|--------|-----------|-----------|-----------|-----------|--------------|--------------------|--------|---------------------|-------------|----------------|-------------|-------------|
| 1. Title of Derivate | 2. | 3. | 3A. | 4. | 5. Nun | ber of | 6. Date Exe | cisable | 7. Tit | le and Amount of | 8. Price of | 9. Number | 10. | 11. Nature |
| Security | Conversion | Trans. | Deemed | Trans. | Deriva | tive | and Expirati | on Date | Secu | rities Underlying | Derivative | of | Ownership | of Indirect |
| (Instr. 3) | or Exercise | Date | Execution | Code | Securit | ies | _ | | Deriv | vative Security | Security | derivative | Form of | Beneficial |
| | Price of | | Date, if | (Instr. 8 | Acquir | ed (A) or | | | (Instr | : 3 and 4) | (Instr. 5) | Securities | Derivative | Ownership |
| | Derivative | | any | | Dispos | ed of (D) | | | | | | Beneficially | Security: | (Instr. 4) |
| | Security | | - | | _ | | | | | | | Owned | Direct (D) | |
| | - | | | | (Instr. 1 | 3, 4 and | | | | | | Following | or Indirect | |
| | | | | | 5) | | | | | | | Reported | (I) (Instr. | |
| | | | | | | | Date | Expiration | | Amount or Number of | | Transaction | 4) | |
| | | | | Code V | (A) | (D) | Exercisable | Expiration Date | Title | Shares | | (s) (Instr. 4) | | |
| | | | | | () | (-) | | | | | | | | |

Explanation of Responses:

- (1) Shares were acquired through the Corporation's 2005 Stock Plan for Non-employee Directors whereby non-employee directors may elect to defer their compensation and/or receive their annual retainer and meeting fees in the form of stock at a later date.
- (2) Price is based on the closing market price for the securities on the New York Stock Exchange as of May 16, 2013.

Reporting Owners

| Paparting Owner Name / Address | Relationships | | | | | | | | |
|--------------------------------|---------------|-------|-------|---------|-------|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% (| Dwner | Officer | Other | | | | |
| SMITH ALBERT E | | | | | | | | | |
| C/O CURTISS-WRIGHT CORPORATION | | | | | | | | | |
| | X | | | | | | | | |
| 10 WATERVIEW BOULEVARD | | | | | | | | | |
| PARSIPPANY, NJ 07054 | | | | | | | | | |

Signatures

Paul J. Ferdenzi by Power of Attorney for Albert E. Smith

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.