

ZIMMER DAVID R  
Form 4  
April 27, 2011

**FORM 4**

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

OMB APPROVAL

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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).

**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 \*  
ZIMMER DAVID R

2. Issuer Name and Ticker or Trading Symbol  
TWIN DISC INC [TWIN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
04/26/2011

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

STONEBRIDGE BUSINESS PARTNERS, 101 W. BIG BEAVER, SUITE 1400

(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

TROY, MI 48084

(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 (A) 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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	04/26/2011		M			1,200	A	\$ 6.225	13,098	D	
Common Stock	04/26/2011		M			1,200	A	\$ 10.1125	14,298	D	
Common Stock	04/26/2011		M			1,200	A	\$ 18.005	15,498	D	
Common Stock	04/26/2011		M			1,200	A	\$ 27.545	16,698	D	
Common Stock	04/26/2011		M			1,200	A	\$ 10.01	17,898	D	

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Common Stock	04/26/2011	M	1,200	A	\$ 14.61	19,098	D
Common Stock	04/26/2011	S	7,200	D	\$ 34.3	11,898	D

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

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(9-02)

**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)	8. Amount or Number of Shares
Stock Options	\$ 6.225	04/26/2011		M	1,200	10/15/2004 10/15/2014	Common Stock	1,200
Stock Options	\$ 10.1125	04/26/2011		M	1,200	10/21/2005 10/21/2015	Common Stock	1,200
Stock Options	\$ 18.005	04/26/2011		M	1,200	10/20/2006 10/20/2016	Common Stock	1,200
Stock Options	\$ 27.545	04/26/2011		M	1,200	10/19/2007 10/19/2017	Common Stock	1,200
Stock Options	\$ 10.01	04/26/2011		M	1,200	10/17/2008 10/17/2018	Common Stock	1,200
Stock Options	\$ 14.61	04/26/2011		M	1,200	10/16/2009 10/16/2019	Common Stock	1,200

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ZIMMER DAVID R STONEBRIDGE BUSINESS PARTNERS		X		

101 W. BIG BEAVER, SUITE 1400  
TROY, MI 48084

## Signatures

/s/ David R.

04/27/2011

Zimmer

        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).

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

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