

DXP ENTERPRISES INC

Form 4

November 09, 2010

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LITTLE DAVID R

(Last) (First) (Middle)

7272 PINEMONT DRIVE

(Street)

HOUSTON, TX 77040

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
DXP ENTERPRISES INC [DXPE]

3. Date of Earliest Transaction
(Month/Day/Year)
03/24/2010

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chairman & CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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 Indirect Beneficial Ownership (Instr. 4)
DXP Common Stock				(A) or (D)	Price		
			Code	V	Amount		
DXP Common Stock	03/31/2010		M	3,227	A	\$ 0 ⁽²⁾	1,950,376 D
DXP Common Stock	07/31/2010		M	14,676	A	\$ 0 ⁽³⁾	1,953,603 D
DXP Common Stock	08/19/2010		G	2,000	D	\$ 20.05	1,968,279 D
DXP Common Stock							1,966,279 D

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Stock

DXP Common Stock	10/24/2010	M	4,000	A	\$ 0 ⁽¹⁾	1,970,279	D
DXP Common Stock	10/31/2010	M	20,659	A	\$ 0 ⁽⁴⁾	1,990,938	D
DXP Common Stock	11/04/2010	S	15,712	D	\$ 21.0584	1,975,226	D
DXP Common Stock	11/05/2010	S	76,208	D	\$ 21	1,899,018	D
DXP Common Stock	11/08/2010	S	8,080	D	\$ 21.0024	1,890,938	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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
DXP Restricted Stock Units	\$ 0	10/24/2010		M			4,000	<u>(1)</u>	<u>(1)</u>	DXP Common Stock	4,000
DXP Restricted Stock Units	\$ 0	03/31/2010		M			3,227	<u>(2)</u>	<u>(2)</u>	DXP Common Stock	3,227
DXP Restricted Stock	\$ 0	07/31/2010		<u>M</u> ⁽³⁾			14,676	<u>(3)</u>	<u>(3)</u>	DXP Common Stock	14,676

Units

DXP

Restricted
Stock

\$ 0

10/31/2010

M

20,659

(4)(4)DXP
Common
Stock

20,659

Units

DXP

Restricted
Stock

\$ 0

03/24/2010

A

3,135

(5)(5)DXP
Common
Stock

3,135

Units

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LITTLE DAVID R 7272 PINEMONT DRIVE HOUSTON, TX 77040	X	X	Chairman & CEO	

Signatures

David R. Little

11/09/2010

__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 terms of the grant provide for vesting in equal amounts over ten years on the anniversary date of the grant. Grant date October 24, 2008.
- (2) The terms of the grant provide for vesting in equal amounts over three years on the anniversary date of the grant. Grant date March 31, 2009.
- (3) The terms of the grant provide for vesting in one year on the anniversary date of the grant. Grant date July 30, 2009.
- (4) The terms of the grant provide for vesting in one year on the anniversary date of the grant. Grant date October 31, 2009.
- (5) The terms of the grant provide for vesting in one year on the anniversary date of the grant. Grant date March 24, 2010.

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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