## Edgar Filing: MCWILLIAMS D BRADLEY - Form 4

MCWILLIA Form 4 March 08, 2	AMS D BRADLEY 012	[	•									
<b>FORM 4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION										OMB APPROVAL		
Washington, D.C. 20								01411411551014	OMB Number:	3235-0287		
Check th if no long subject to Section 1 Form 4 o Form 5	aar.		CHANCES IN DENEFTOTAL OV						Expires:	January 31, 2005		
	0 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNE SECURITIES							Estimated average burden hours per response 0.			
Form 5 obligations may continue. See Instruction 1(b). 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)												
MCWILLIAMS D BRADLEY Symbol MCDEF				RMOTT	I Ticker or		-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(I ast)	INC [MD]				ransaction			_X_Director10% Owner				
(Last) (First) (Middle) 3. Date of (Month/D C/O MCDERMOTT 03/06/20 INTERNATIONAL, INC., 757 N. ELDRIDGE PARKWAY				Day/Year)				Officer (give t below)		er (specify		
(Street) 4. If Amer				ndment, Date Original				6. Individual or Joint/Group Filing(Check				
Filed(Mor HOUSTON, TX 77079				th/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
		7:)						Person				
(City)		Zip)		e I - Non-l 3.			_	iired, Disposed of,		-		
1.Title of Security (Instr. 3)	2. manoaction Date	ransaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year)			4. Securit on(A) or Dia (Instr. 3, 4	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
~				Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Common Stock	03/06/2012			М	676	А	\$ 0.73	33,471	D			
Common Stock	03/06/2012			М	15,000	А	\$ 1.29	48,471	D			
Common Stock	03/06/2012			М	15,000	А	\$ 3.47	63,471	D			
Common Stock	03/06/2012			М	2,700	А	\$ 1.5	66,171	D			
	03/06/2012			М	900	А	\$ 3.43	67,071	D			

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Common Stock												
Common Stock	03/06/20	012	М	2,700	A \$ 10.7	79	69,771	D				
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.												
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)	A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number of TransactiorDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		A) d of	6. Date Exercisab Expiration Date (Month/Day/Year	7. Title and Amount o Underlying Securities (Instr. 3 and 4)				
				Code V	(A) (D)	·)	Date Exercisable	Expiration Date	Title	Amount or Number of Share		
Stock Options (Right to Buy)	\$ 0.73	03/06/2012		М	670	6	02/15/2004	08/15/2013	Common Stock	676		
Stock Options (Right to Buy)	\$ 1.29	03/06/2012		М	15,0	00	05/13/2005 <u>(1)</u>	05/13/2014	Common Stock	15,000		
Stock Options (Right to Buy)	\$ 3.47	03/06/2012		М	15,0	00	05/12/2006 <u>(1)</u>	05/12/2015	Common Stock	15,000		
Stock Options (Right to Buy)	\$ 1.5	03/06/2012		М	2,70	00	11/05/2004	05/05/2014	Common Stock	2,700		
Stock Options (Right to Buy)	\$ 3.43	03/06/2012		М	900	0	11/04/2005	05/04/2015	Common Stock	900		
Stock Options	\$ 10.79	03/06/2012		М	2,70	00	11/03/2006	05/03/2016	Common Stock	2,700		

(Right to Buy)

## **Reporting Owners**

Relationships **Reporting Owner Name / Address** 10% Owner Officer Other Director MCWILLIAMS D BRADLEY C/O MCDERMOTT INTERNATIONAL, INC. Х 757 N. ELDRIDGE PARKWAY HOUSTON, TX 77079 Signatures Liane K. Hinrichs, by Power of 03/08/2012 Attorney \*\*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 options vest and become exercisable in three equal annual installments, with the first installment vesting on this date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.