

SMITH GARY D
Form 4
September 10, 2009

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 *
SMITH GARY D

(Last) (First) (Middle)

13550 HEMPSTEAD HIGHWAY

(Street)

HOUSTON, TX 77040

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

DRIL-QUIP INC [DRQ]

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

09/08/2009

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)

Co-Chairman of the Board

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|------------|------------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 09/08/2009 | | M | | 43,000 | A | \$ 7.475 | 44,110 | D | |
| Common Stock | 09/08/2009 | | S | | 2,200 | D | \$ 45.0595 | 41,910 | D | |
| Common Stock | 09/08/2009 | | S | | 800 | D | \$ 45.01 | 41,110 | D | |
| Common Stock | 09/08/2009 | | S | | 10,211 | D | \$ 45.0039 | 30,899 | D | |
| Common Stock | 09/08/2009 | | S | | 17,994 | D | \$ 45 | 12,905 | D | |

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| | | | | | | | | |
|--------------|------------|---|--------|---|------------|-----------|---|------------------|
| Common Stock | 09/08/2009 | S | 11,795 | D | \$ 45.0037 | 1,110 | D | |
| Common Stock | 09/09/2009 | M | 17,308 | A | \$ 7.475 | 18,418 | D | |
| Common Stock | 09/09/2009 | S | 3,479 | D | \$ 45.5359 | 14,939 | D | |
| Common Stock | 09/09/2009 | S | 5,306 | D | \$ 45.324 | 9,633 | D | |
| Common Stock | 09/09/2009 | S | 8,523 | D | \$ 45.3 | 1,110 | D | |
| Common Stock | | | | | | 3,000,000 | I | See footnote (2) |

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 | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-----------------|-------------------------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (right to buy) | \$ 7.475 | 09/08/2009 | | M | | 43,000 | | <u>(1)</u> | 10/28/2013 | Common Stock | 43,000 |
| Stock Option (right to buy) | \$ 7.475 | 09/09/2009 | | M | | 17,308 | | <u>(1)</u> | 10/28/2013 | Common Stock | 17,308 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

SMITH GARY D
13550 HEMPSTEAD HIGHWAY X Co-Chairman of the Board
HOUSTON, TX 77040

Signatures

/s/ Gary D. 09/10/2009
Smith

__Signature of Date
Reporting Person

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 stock options were granted on October 28, 2003 and became exercisable in 25% increments on the first, second, third and fourth anniversaries of the grant date.
- (2) The Common Stock is owned by Four Smiths' Company, Ltd., and indirectly by Gary D. Smith as co-managing general partner of Four Smiths' Company, Ltd. Mr. Smith disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

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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