[] 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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) 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) |
|---|--|--|
| MITCHELL WILLIAM B | 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 | 4/30/2007 | below) |
| CORPORATION, 4 BECKER | | |
| FARM ROAD, 3RD FLOOR | | |
| (Street) | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | 6. Individual or Joint/Group Filing (Check Applicable Line) |
| ROSELAND, NJ 07068 | | |
| (City) (State) (Zip) | | X 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 | 2. Trans. | 2A. | 3. Trans. 4. Securities Acquired | | Acquired | 5. Amount of Securities Beneficially Owned | 6. | 7. Nature | | |
| (Instr. 3) | Date | Deemed | Code | | (A) or D | ispos | sed of (D) | Following Reported Transaction(s) | Ownership | of Indirect |
| | | Execution | (Instr. 8 |) | (Instr. 3, | 4 an | d 5) | (Instr. 3 and 4) | Form: | Beneficial |
| | | Date, if | | <u> </u> | | | 1 | • | Direct (D) | Ownership |
| | | any | | | | (A) | | | or Indirect | (Instr. 4) |
| | | | | | | or | | | (I) (Instr. | 1 |
| | | | Code | v | Amount | (D) | Price | | 4) | 1 |
| Common Stock | 4/30/2007 | | A ⁽¹⁾ | | 1030 | Δ | \$43.09 (2) | 13054 | D | |
| Common Stock | | | A | | 1050 | | \$45.09 | 15054 | | 1 |

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

| 2. | 3. | 3A. | 4. | 5. Num | ber of | 6. Date Exer | cisable | 7. Tit | tle and Amount of | 8. Price of | 9. Number | 10. | 11. Nature |
|-------------|---------------------------------------|--|---|--|--|---|--|--|--|--|---|--|--|
| Conversion | Trans. | Deemed | Trans. | Derivat | ive | and Expirati | on Date | Secu | rities Underlying | Derivative | of | Ownership | of Indirect |
| or Exercise | Date | Execution | Code | Securiti | ies | _ | | Deriv | ative Security | Security | derivative | Form of | Beneficial |
| Price of | | Date, if | (Instr. 8) | Acquire | ed (A) or | | | (Instr | r. 3 and 4) | (Instr. 5) | Securities | Derivative | Ownership |
| Derivative | | any | | Dispose | ed of (D) | | | | | | Beneficially | Security: | (Instr. 4) |
| Security | | - | | Ŷ | | | | | | | Owned | Direct (D) | |
| - | | | | (Instr. 3 | 8, 4 and | | | | | | Following | or Indirect | |
| | | | | 5) | | | | | | | Reported | (I) (Instr. | |
| | | | | | | Date | Expiration | | Amount or Number of | | | 4) | |
| | | | Code V | (A) | (D) | Exercisable | Date | Title | Shares | | (s) (Instr. 4) | | |
| | or Exercise Price of Derivative | or Exercise Date Price of Derivative | ConversionTrans.Deemedor ExerciseDateExecutionPrice ofDate, ifDerivativeany | Conversion or ExerciseTrans.Deemed ExecutionTrans.Price of DerivativeDate, if anyInstr. 8) | Conversion Trans. Deemed Trans. Derivation or Exercise Date Date, if Derivative Security Y Price of Derivative Security Acquire Dispose (Instr. 8) Solution (Instr. 8) | Conversion or Exercise Date Date, if Derivative Security Security Security Security Trans. Deterned Execution Date, if any Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | Conversion or Exercise Date Date Date Execution Date, if any Security Security Date, if any Security Date Date Date Date Date Date Date Date | Conversion or Exercise Price of Derivative Security Security Security Security Security Security Date I Security Securit | Conversion or Exercise Date Date Execution Date, if any Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Expiration Date Securities Code (Instr. 3, 4 and 5) Date Expiration Trans. | Conversion or Exercise Date Date Date, if any Derivative Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Expiration Date Securities Date Securities (Instr. 3, 4 and 5) Date Expiration Title Amount or Number of Date Securities (Instr. 4) Date Securities (Instr. | Conversion or Exercise Price of Derivative Security Deemed Execution Date, if any Trans. Code Instr. 8) Derivative Securities and Expiration Date Securities Underlying Derivative Security (Instr. 3 and 4) Derivative Security (Instr. 5) Very Security Instr. 3, 4 and 5) Date Expiration Tritle Amount or Number of | Conversion or Exercise Price of Berivative Security Deemed Trans. Derivative Securities Derivative Securities Derivative Security Derivative Security Derivative Securities Derivative Securities Securities Derivative Security Securities Derivative Securities | Conversion or Exercise Date Deemed Date, if any Trans. Derivative Securities Derivative Securities Derivative Security Securities Derivative Security Derivative Security Securities Securities Security: Ownership Very (Instr. 3, 4 and 5) Securities Securities Securities Securities Securities Securities Securities Securities Ownership Securities Securities Securities Securities Securities Securit |

Explanation of Responses:

- (1) Such shares were purchased pursuant to the Company's 2005 Stock Plan for Non-Employee Directors under which each eligible nonemployee Director may defer compensation and elect to receive such compensation at a future date in the form of stock.
- (2) Price reflects the closing price of the issuer's stock as reported on the New York Stock Exchange on April 30, 2007, the date on which the reporting person elected to receive his deferred 2002 compensation.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--------------------------------|---------------|-------|-------|---------|-------|--|--|--|
| Address | | 10% (| Owner | Officer | Other | | | |
| MITCHELL WILLIAM B | | | | | | | | |
| C/O CURTISS-WRIGHT CORPORATION | | | | | | | | |
| | Х | | | | | | | |
| 4 BECKER FARM ROAD, 3RD FLOOR | | | | | | | | |
| ROSELAND, NJ 07068 | | | | | | | | |

| Signatures | | | | | | | |
|--|--|--|--|--|--|--|--|
| Paul J. Ferdenzi through Power of Attorney for William B. Mitchell | | | | | | | |
| ** Signature of Reporting Person | | | | | | | |

4/30/2007 Date

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.