SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 1, 2013

CURTISS WRIGHT CORPORATION
(Exact Name of Registrant as Specified in Its Charter)

Delaware	1-134	13-0612970
State or Other Jurisdiction of Incorporation or Organization	Commission File Number	IRS Employer Identification No.

10 Waterview Boulevard Parsippany, New Jersey	07054
Address of Principal Executive Offices	Zip Code

Registrant's telephone number, including area code: (973) 541-3700

Not applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 8.01 OTHER EVENTS

On April 1, 2013, the registrant provided the attached presentation to its significant shareholders and their shareholder advisory groups to better explain changes on the registrant's executive compensation program. This presentation was consistent with the disclosure provided in the registrant's proxy statement. The significant changes to the registrant's compensation programs and practices are as follows:

2012 Compensation Practices	Changes for 2013
• Target pay shift to 50th %ile for similar sized peers **– NEOs STI/LTI targets reduced and adjusted over 3 years to meet 50th %ile**	**• No change from 2012**
• NEO Individual weighting 20% of STI goal	**• No change from 2012**
• Annual Incentive Financial Measures **– Relative Op. Inc. Margin vs. Peers** **– Cash Flow from Ops. Conversion vs. Peers**	• Annual Incentive Financial Measures – Operating Income vs. target – Operating Cash Flow vs. target
• LT Incentive Mix **– 0% Options** **– 30% RSUs** **– 30% PSUs** **– 40% Cash-Based PUs**	• LT Incentive Mix – 0% Options – 30% RSUs – 40% PSUs – 30% Cash-Based PUs
• PSU Measures **– TSR vs. Peers**	**• No change from 2012**
• Cash-Based PU measures **– ROC vs. Peers** **– Sales Growth vs. Peers**	• Cash-Based PU measures – Return on Net Assets (RONA) vs. target – Sales Growth vs. target
• CEO voluntarily forfeited single trigger Change in Control (CIC) provision **• Eliminated future CIC agreements with excise tax gross-ups**	**• No change from 2012**
• Commitment to keep burn rate close to 2%	**• No change from 2012**

A copy of the Compensation Presentation is attached hereto as Exhibit 99.1.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(a) Not applicable.

(b) Not applicable.

(c) Exhibits.

99. Compensation Presentation dated April 1, 2013.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

CURTISS WRIGHT CORPORATION

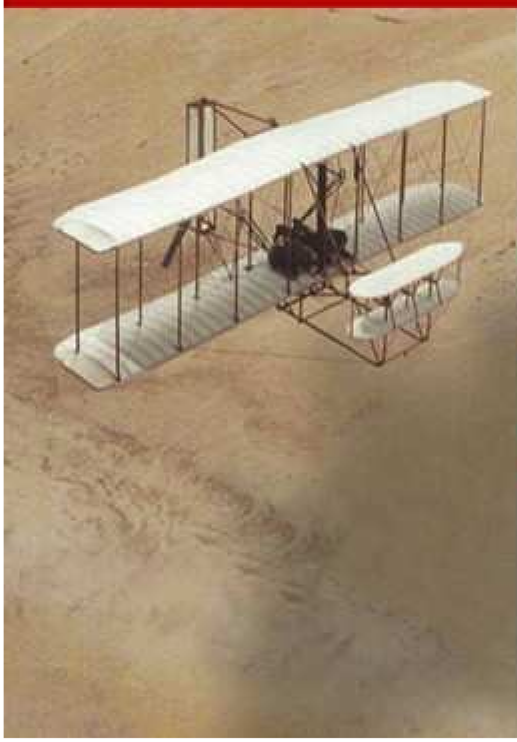
By: /s/ Glenn E. Tynan
Glenn E. Tynan
Vice-President and
Chief Financial Officer

Date: April 1, 2013

EXHIBIT INDEX

Exhibit Number	Description
99.1	Compensation Presentation dated April 1, 2013.

Exhibit 99.1



Curtiss-Wright Proxy Update Presentation

April 2013

Recap of the First Two Years of Say on Pay

- In April 2011, ISS and Glass-Lewis recommended an "Against" vote for Curtiss Wright's "Say on Pay" proposal and the Shareholders voiced their concerns by voting similarly to ISS and GL
- In 2011 & 2012, Management, the Executive Compensation Committee, and the Executive Compensation Consultant worked together to develop a pay program to improve pay-for-performance linkage and gain Say on Pay support in 2012
- In October 2011, Management and the Executive Compensation Committee communicated our revised pay program to ISS, GL and its Shareholders
- In April 2012, Curtiss-Wright received a more favorable outcome

Changes and Favorable SOP in 2012

Past Compensation Practices	Changes in 2012
• Target pay at 75th %ile	• Target pay shift to 50th %ile for similar sized peers – NEOs STI/LTI targets reduced and adjusted over 3 years to meet 50th %ile
• NEO Individual weighting 40% of STI goal	• NEO Individual weighting 20% of STI goal
• Annual Incentive Financial Measures • Operating Income vs. target	• Annual Incentive Financial Measures – Relative Op. Inc. Margin vs. Peers – CF from Ops. Conversion vs. Peers
• Long-Term Incentive Mix – 20% Options – 20% Restricted Stock Units (RSUs) – 30% Performance Share Units (PSUs) – 30% Cash-Based Performance Units (PUs)	• LT Incentive Mix – 0% Options – 30% RSUs – 30% PSUs – 40% Cash-Based PUs
• PSU Measures – Net income vs. target – Net Income as percent of sales vs. peers	• PSU Measures – TSR vs. Peers
• Cash-Based PU measures – ROC vs. target – Sales Growth vs. target	• Cash-Based PU measures – ROC vs. Peers – Sales Growth vs. Peers
• CEO had single trigger CIC provision	• CEO voluntarily forfeited single trigger Change in Control (CIC) provision • Eliminated future CIC agreements with excise tax gross-ups
• No burn rate commitment	• Commitment to keep burn rate close to 2%
• **SOP "Yes": 37%**	• **SOP "Yes": 96%**

New Developments

- **Compensation Committee:** Two new members have joined the Executive Compensation Committee
- **Compensation Consultant:** The Compensation Committee had replaced Pay Governance LLC with Farient Advisors LLC
- **Management:**
  - David Adams has been named President and Chief Operating Officer of Curtiss-Wright Corporation
  - Paul Ferdenzi has been named Vice President – Human Resources, Associate General Counsel and Assistant Secretary of Curtiss-Wright Corporation

Practical Issues with Relative Financial Goals

- Relative TSR measure works well

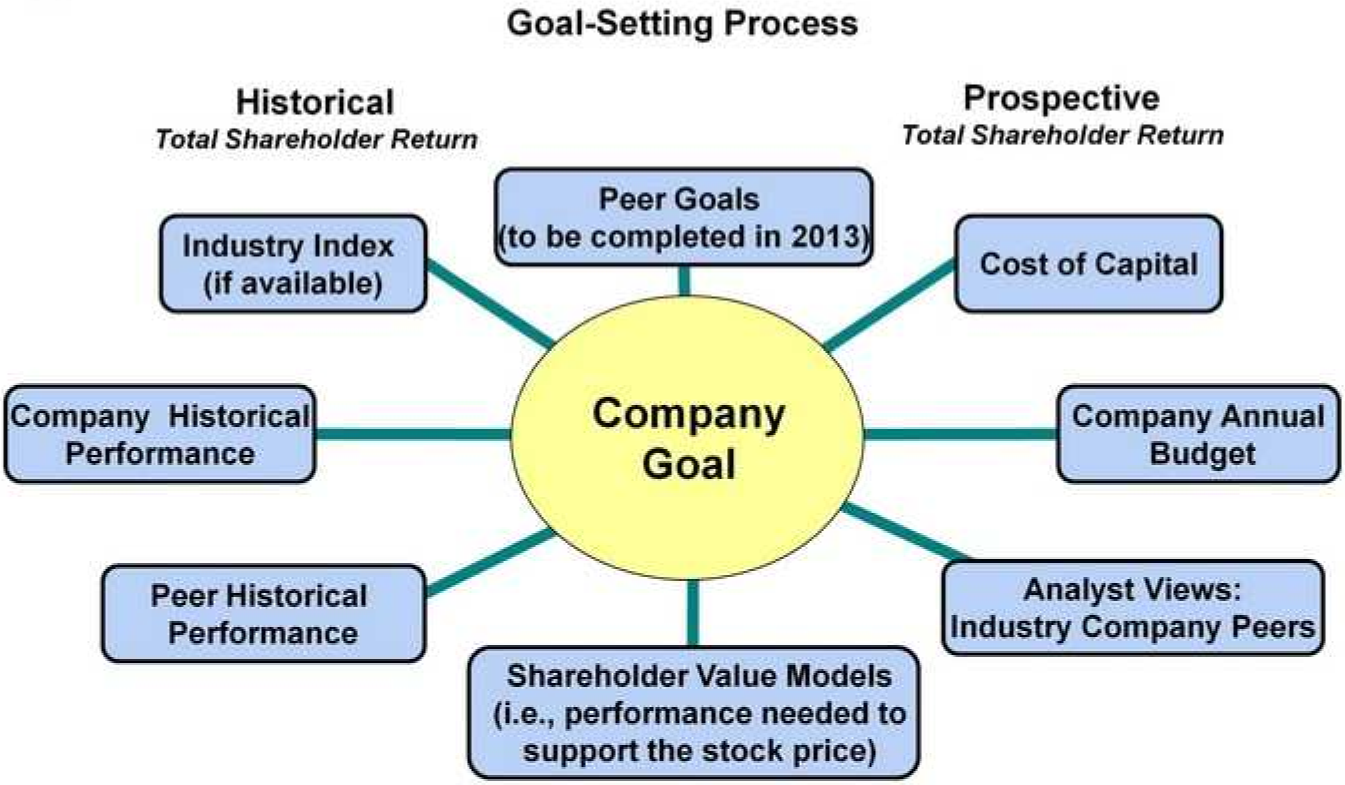
- But relative *financial* performance benchmarks in Short- and Long-term plans have created issues
  - Does not encourage senior managers to drive business unit strategic plans through established goals and objectives
  - Creates disconnect between senior managers and lower level managers for whom peer company performance is less relevant (driven more by direct market comparisons)
  - Creates practical issues in that not all peer performance is reported in time to make payouts in compliance with I.R.C. code

Modifications for 2013

CW 2013 Changes to Pay Programs

2012 Compensation Practices	Changes for 2013
• Target pay shift to 50th %ile for similar sized peers – NEOs STI/LTI targets reduced and adjusted over 3 years to meet 50th %ile	• No change from 2012
• NEO Individual weighting 20% of STI goal	• No change from 2012
• Annual Incentive Financial Measures – Relative Op. Inc. Margin vs. Peers – Cash Flow from Ops. Conversion vs. Peers	• Annual Incentive Financial Measures – Operating Income vs. target – Operating Cash Flow vs. target
• LT Incentive Mix – 0% Options – 30% RSUs – 30% PSUs – 40% Cash-Based PUs	• LT Incentive Mix – 0% Options – 30% RSUs – 40% PSUs – 30% Cash-Based PUs
• PSU Measures – TSR vs. Peers	• No change from 2012
• Cash-Based PU measures – ROC vs. Peers – Sales Growth vs. Peers	• Cash-Based PU measures – Return on Net Assets (RONA) vs. target – Sales Growth vs. target
• CEO voluntarily forfeited single trigger Change in Control (CIC) provision • Eliminated future CIC agreements with excise tax gross-ups	• No change from 2012
• Commitment to keep burn rate close to 2%	• No change from 2012

Robust Goal-Setting in Relative Context



Short-Term MICP: Funded Primarily by Financial Success

2013 Short-Term MICP Weighting

	CW		Business Unit		Individual	Award as a % of Target (1)
	Operating Income	Operating Cash Flow	Operating Income	Operating Cash Flow	Individual Performance	
Weighting:						
Corporate Executives	60%	20%	0%	0%	20%	
Top Business Unit Execs	15%	0%	45%	20%	20%	
Other Officers	60%	0 – 10%	0%	0%	30 – 40%	
Other BU Participants	0%	0%	60%	20%	20%	
Leverage:						
Maximum	Confidential				Individual Ratings	200%
Target						100%
Threshold						50%
Below Threshold						0%

(1) Interpolate for performance between discrete points

Long-Term Incentive Plan (LTIP): Balance of Measures

2013 PSU and Cash-Based PU Plans

	2013-2015 PSU		2013-2015 Cash-Based PU Plan				
	CW Level		CW Level		Business Unit		
	TSR vs. Peers (%ile)	Payout % of Target[1]	RONA[2] (%)	Sales Growth (CAGR %)	RONA[2] (%)	Sales Growth (CAGR %)	Payout % of Target[1]
Weighting							
Corporate Executives	100%		50%	50%	0%	0%	
Top Business Unit Execs	100%		0%	0%	50%	50%	
Other Officers	100%		50%	50%	0%	0%	
Other BU Participants	100%		0%	0%	50%	50%	
Leverage							
Maximum	≥ 90th	200%					200%
Target	50th	100%		Confidential			100%
Threshold	25th	50%					25%
Below Threshold	< 25th	0%					0%

(1) Interpolate for performance between discrete points

(2) Return on Net Assets (RONA) defined as Net Income / Avg. Net Assets (Total Assets excluding Goodwill Less Current Liabilities)

NEOs Moving Closer to P50 Targets

- Salary changes
  - No change to CEO
  - Only promotional/market adjustments for a few others

Changes to Incentive Targets

Position	Short-Term MICP Target %			Long-Term LTI Target %		
	2011	2012	2013	2011	2012	2013
Chairman & CEO	105%	105%	105%	375%	285%	270%
President & COO	90%	85%	85%	260%	240%	240%
President, Flow Control	90%	85%	75%	260%	240%	175%
V.P. - Finance (CFO)	80%	75%	75%	250%	210%	185%
President CW Controls	75%	75%	75%	195%	195%	185%
VP, Gen'l Counsel & Sec'y	70%	60%	60%	185%	130%	130%

Pay for Performance: Continued Priority

- Compensation philosophy targeted at P50 for similarly-size peers
- NEOs' incentive targets to P50 over 3 years
- Balanced use of performance measures that drive TSR
- Heavier weighting on PSU Plan, driven by relative TSR
- Absolute STI and LTI incentive goals based on both internal and external context.
- Continued management of burn rate

Curtiss-Wright continues to strengthen the link between Pay and Performance