

FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

[] 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
or Section 30(h) 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)		
TYNAN GLENN E			CURTISS WRIGHT CORP [CW]			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Vice President and CFO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)					
			11/18/2014					
C/O CURTISS-WRIGHT CORPORATION, 10 WATERVIEW BOULEVARD			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street)						<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
PARSIPPANY, NJ 07054								
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	11/14/2014		M (1)		23559	A	\$32.91 (2)	81878.69	D	
Common Stock	11/14/2014		S (3)		23559	D	\$70.9977 (4)	58319.69	D	
Common Stock	10/20/2014		L (6)	V	96.75	A	\$66.04	58415.44	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option to Purchase Common Stock	\$27.9550	11/14/2014		M		5824		11/15/2005	11/15/2014	Common Stock	5824	\$0 (5)	113084	D	
Option to Purchase Common Stock	\$27.92	11/14/2014		M		6888		11/14/2006	11/14/2015	Common Stock	6888	\$0	106196	D	
Option to Purchase Common Stock	\$38.73	11/14/2014		M		10847		11/19/2007	11/19/2017	Common Stock	10847	\$0	95349	D	

Explanation of Responses:

- These shares were acquired through an exercise of three stock option awards granted under the Company's 2005 Long Term Incentive Plan.
- Weighted average strike price for the three stock option awards. Reporting person received an award for 5824 shares in 2004 at a strike price of \$27.955; an award for 6888 shares in 2005 at a strike price of \$27.92, and an award in 2006 at a strike price of \$36.73.
- Shares were sold in compliance with the Company's share ownership guidelines whereby the executive may sell shares once they hold sufficient shares to meet ownership guidelines. After sale, reporting person still maintains stock ownership in excess of 200% of his

required ownership guideline.

- (4) Weighted average selling price of shares sold on November 14, 2014.
- (5) No price on the date of issue having been granted as an employee benefit transaction.
- (6) These shares were acquired through a dividend reinvestment plan maintained by the reporting person's broker.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TYNAN GLENN E C/O CURTISS-WRIGHT CORPORATION 10 WATERVIEW BOULEVARD PARSIPPANY, NJ 07054			Vice President and CFO	

Signatures

Paul J. Ferdenzi by Power of Attorney for Glenn E. Tynan

11/18/2014

** Signature of Reporting Person

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.

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