

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

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 * <u>GLASS ALAN J</u> (Last) (First) (Middle) (Street) (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CIRCOR INTERNATIONAL INC</u> [cir] 3. Date of Earliest Transaction (Month/Day/Year) <u>12/10/2004</u> 4. If Amendment, Date of 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) <u>General Counsel & Asst. Sec.</u> 6. Individual or Joint/Group Filing (Check Applicable Line) 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 (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			
<u>common stock</u> ⁽⁴⁾	<u>12/10/2004</u>		<u>M</u> ⁽³⁾		<u>4,500</u>	<u>A</u>	<u>\$13.938</u>	<u>5,300</u>	<u>D</u>	
<u>common stock</u> ⁽⁴⁾	<u>12/10/2004</u>		<u>S</u> ⁽³⁾		<u>4,500</u>	<u>D</u>	<u>\$22</u>	<u>800</u>	<u>D</u>	
<u>common stock</u> ⁽⁴⁾	<u>12/10/2004</u>		<u>S</u>		<u>800</u>	<u>A</u>	<u>\$22</u>	<u>0</u>	<u>D</u>	

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 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: 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				
<u>Stock Option--Right to Buy</u> ⁽⁴⁾	<u>\$13.938</u>	<u>12/10/2004</u>		<u>M</u>			<u>4,500</u> ⁽³⁾	<u>(1)</u>	<u>02/21/2010</u>	<u>common stock</u>	<u>4,500</u>	<u>(2)</u>	<u>1,600</u>	<u>D</u>	

Explanation of Responses:

1. The stock options exercised by the reporting person and reported in this filing were granted by the issuer on February 21, 2000. On this date, the reporting person received 8000 stock options which were performance accelerated stock options whose vesting depended upon the attainment of certain appreciation in the issuer's common stock price. As a result of the attainment of this appreciation, these options vested and became exercisable in one-fifth increments (1600 shares per increment) on each successive year after the date of grant. After accounting for the transactions reported herein, 1600 options of the initial 8000 option grant remain outstanding--thes remaining options vest on February 21, 2005.
2. The stock options were issued by the issuer to the reporting person and convert into shares of common stock on a one-for-one basis.
3. The conversion of 4500 options reported herein and the subsequent sale of the underlying common stock reflects the cashless exercise by the reporting person of stock options pursuant to the terms of a pre-programmed plan entered into by the reporting person under Rule 10b5-1.
4. All transaction reported in this Form 4 consist of transactions executed on behalf of the reporting person pursuant to the terms of a pre-programmed plan under Rule 10b5-1.

Alan J. Glass
** Signature of Reporting Person

12/10/2004
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 Number.