

NORTHWEST PIPE CO
Form 4
January 17, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MAHONEY ROBERT L

(Last) (First) (Middle)

5721 SE COLUMBIA WAY SUITE 200

(Street)

VANCOUVER, WA 98661

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NORTHWEST PIPE CO [NWPX]

3. Date of Earliest Transaction
(Month/Day/Year)
12/13/2013

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)

Sr VP, Business Development

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)	(A) or (D)	5. Amount or Price	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 Ownership (Instr. 4)
Common Stock	12/13/2013		G	700	D	\$ 0	12,997	D	
Common Stock	01/01/2014		M	1,128	A	11	14,125	D	
Common Stock	01/01/2014		F	442 (6)	D	\$ 37.76	13,683	D	
Common Stock	01/01/2014		M	902	A	2	14,585	D	
Common Stock	01/01/2014		F	354 (6)	D	\$ 37.76	14,231	D	

Edgar Filing: NORTHWEST PIPE CO - Form 4

Common Stock	01/01/2014	M	3,342	A	(4)	17,573	D	
Common Stock	01/01/2014	F	1,311 (6)	D	\$	37.76	16,262	D
Common Stock	01/01/2014	M	2,029	A	(5)	18,291	D	
Common Stock	01/01/2014	F	796 (6)	D	\$	37.76	17,495	D
Common Stock	01/15/2014	M	791	A	(3)	18,286	D	
Common Stock	01/15/2014	F	310 (6)	D	\$	36.8	17,976	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

SEC 1474
(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	
Restricted Stock Units	(7)	01/01/2014		M	1,128	(8) (8)	Common Stock	1,128
Restricted Stock Units	(7)	01/01/2014		M	902	(9) (9)	Common Stock	902
Performance Shares	(11)	01/01/2014		M	2,258	(11) (11)	Common Stock	3,342
Performance Shares	(12)	01/01/2014		M	2,706	(12) (12)	Common Stock	2,029
Restricted Stock Units	(7)	01/15/2014		M	791	(10) (10)	Common Stock	791

