

MURRAY JOHN E  
Form 4  
December 01, 2009

**FORM 4**

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

OMB APPROVAL

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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 \*  
MURRAY JOHN E

2. Issuer Name and Ticker or Trading Symbol  
BAKER MICHAEL CORP [BKR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
100 AIRSIDE DRIVE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
11/24/2009

Director  10% Owner  
 Officer (give title below)  Other (specify below)

MOON TOWNSHIP, PA 15108

(City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)

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)	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 or Price		
Common Stock	11/24/2009		M		375 A \$ 10.025	16,875	D
Common Stock	11/24/2009		S		375 D \$ 37.99	16,500	D
Common Stock	11/24/2009		M		1,625 A \$ 10.025	18,125	D
Common Stock <sup>(1)</sup>	11/24/2009		S		1,625 D \$ 38.0465	16,500	D
Common Stock	11/24/2009		M		2,000 A \$ 15.035	18,500	D
	11/24/2009		S		2,000 D \$ 37.995	16,500	D

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Common Stock							
Common Stock	11/24/2009	M	800	A	\$ 8.55	17,300	D
Common Stock <u>(2)</u>	11/24/2009	S	800	D	\$ 37.9675	16,500	D
Common Stock	11/24/2009	M	1,200	A	\$ 8.55	17,700	D
Common Stock <u>(3)</u>	11/24/2009	S	1,200	D	\$ 38.0571	16,500	D
Common Stock	11/24/2009	M	2,000	A	\$ 12.625	18,500	D
Common Stock	11/24/2009	S	2,000	D	\$ 38	16,500	D
Common Stock	11/24/2009	M	2,000	A	\$ 20.16	18,500	D
Common Stock	11/24/2009	S	2,000	D	\$ 38	16,500	D
Common Stock	11/24/2009	M	2,000	A	\$ 20.28	18,500	D
Common Stock	11/24/2009	S	2,000	D	\$ 38	16,500	D
Common Stock	11/24/2009	M	2,000	A	\$ 26.86	18,500	D
Common Stock <u>(4)</u>	11/24/2009	S	2,000	D	\$ 38.014	16,500	D

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

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(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)
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					Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V (A)	(D)			
Employee Stock Option (Right to Buy)	\$ 10.025	11/24/2009	M		375	10/26/2001 04/26/2011	Employee Stock Option	375
Employee Stock Option (Right to Buy)	\$ 10.025	11/24/2009	M		1,625	10/26/2001 04/26/2011	Employee Stock Option	1,625
Employee Stock Option (Right to Buy)	\$ 15.035	11/24/2009	M		2,000	10/26/2002 04/26/2012	Employee Stock Option	2,000
Employee Stock Option (Right to Buy)	\$ 8.55	11/24/2009	M		800	10/25/2003 04/25/2013	Employee Stock Option	800
Employee Stock Option (Right to Buy)	\$ 8.55	11/24/2009	M		1,200	10/25/2003 04/25/2013	Employee Stock Option	1,200
Employee Stock Option (Right to Buy)	\$ 12.625	11/24/2009	M		2,000	10/23/2004 04/23/2014	Employee Stock Option	2,000
Employee Stock Option (Right to Buy)	\$ 20.16	11/24/2009	M		2,000	10/22/2005 04/22/2015	Employee Stock Option	2,000
Employee Stock Option (Right to Buy)	\$ 20.28	11/24/2009	M		2,000	05/30/2007 11/30/2016	Employee Stock Option	2,000
Employee Stock	\$ 26.86	11/24/2009	M		2,000	10/20/2007 04/20/2017	Employee Stock	2,000

Option  
(Right to  
Buy)

Option

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MURRAY JOHN E 100 AIRSIDE DRIVE MOON TOWNSHIP, PA 15108		X		

## Signatures

/s/Murray, John  
E. 12/01/2009

\_\_Signature of  
Reporting Person Date

## Explanation of Responses:

\* 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).

(1) The price reported in column 4 is a weighted average price. Shares were sold in multiple transactions at prices ranging from 38.000 to 38.1550, inclusive. The reporting person undertakes to provide any security holder of Michael Baker Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.

(2) The price reported in column 4 is a weighted average price. Shares were sold in multiple transactions at prices ranging from 37.9400 to 37.995, inclusive. The reporting person undertakes to provide any security holder of Michael Baker Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.

(3) The price reported in column 4 is a weighted average price. Shares were sold in multiple transactions at prices ranging from 38.0050 to 38.1400, inclusive. The reporting person undertakes to provide any security holder of Michael Baker Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.

(4) The price reported in column 4 is a weighted average price. Shares were sold in multiple transactions at prices ranging from 38.0000 to 38.0600, inclusive. The reporting person undertakes to provide any security holder of Michael Baker Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth above.

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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