

MICHAEL BAKER CORP  
Form 4  
October 15, 2013

**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 \*  
CONSTANTAKIS NICHOLAS P

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

MOON TOWNSHIP, PA 15108

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/11/2013

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)

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 Ownership (Instr. 4)
				Code V	Amount	(A) or (D)	Price
Common Stock	10/11/2013			U	9,500	D	\$ 40.5
Common Stock	10/11/2013			U	22,500	D	\$ 40.5

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

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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	
Stock Option (right to buy)	\$ 12.625	10/11/2013		D	2,000	10/23/2004	04/23/2014	Common Stock	2,000
Stock Option (right to buy)	\$ 20.16	10/11/2013		D	2,000	10/22/2005	04/22/2015	Common Stock	2,000
Stock Option (right to buy)	\$ 20.28	10/11/2013		D	2,000	05/30/2007	11/30/2016	Common Stock	2,000
Stock Option (right to buy)	\$ 26.86	10/11/2013		D	2,000	10/20/2007	04/20/2017	Common Stock	2,000
Stock Option (right to buy)	\$ 37.525	10/11/2013		D	2,000	03/10/2009	09/10/2018	Common Stock	2,000
Stock Option (right to buy)	\$ 40.455	10/11/2013		D	2,000	11/29/2009	05/29/2019	Common Stock	2,000
Stock Option (right to buy)	\$ 37.225	10/11/2013		D	2,000	11/27/2010	05/27/2020	Common Stock	2,000
Stock Option (right to buy)	\$ 25.18	10/11/2013		D	2,000	11/26/2011	05/26/2021	Common Stock	2,000
Stock Option	\$ 22.95	10/11/2013		D	2,000	12/01/2012	05/31/2022	Common Stock	2,000

(right to  
buy)

Stock  
Option  
(right to  
buy)

\$ 27.06

10/11/2013

D

2,000

(1)

07/01/2023

Common  
Stock

2,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CONSTANTAKIS NICHOLAS P 100 AIRSIDE DRIVE MOON TOWNSHIP, PA 15108	X			

## Signatures

/s/Constantakis,  
Nicholas P. 10/14/2013

        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)** Stock Options became exerciseable as to all of the shares upon effectiveness of the merger of Michael Baker Corporation with and into CDL Acquisition Co. Inc. on October 11, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.