

NORTHWEST PIPE CO
Form 4
December 10, 2007

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 *
TAGMYER WILLIAM R

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
200 SW MARKET ST, SUITE 1800

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/03/2007

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

PORTLAND, OR 97201 5730

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

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
COMMON STOCK	12/03/2007		G	V 1,500 D \$ 33.8	99,570	D	
COMMON STOCK	12/06/2007		M	10,000 A \$ 14.75	109,570	D	
COMMON STOCK	12/06/2007		S	10,000 D \$ 37.014	99,570	D	
COMMON STOCK	12/07/2007		M	1,126 A \$ 13.563	100,696	D	
COMMON STOCK	12/07/2007		S	1,126 D \$ 37.418	99,570	D	
	12/07/2007		M	13,824 A \$ 14.75	113,394	D	

COMMON
STOCK

COMMON STOCK 12/07/2007 S 13,824 D \$ 37.418 99,570 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.

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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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
INCENTIVE STOCK OPTION	\$ 13.563	12/07/2007		M	1,126	11/02/2000 05/02/2010	COMMON STOCK
INCENTIVE STOCK OPTION	\$ 14.75	12/06/2007		M	10,000	08/25/1999 02/25/2009	COMMON STOCK
INCENTIVE STOCK OPTION	\$ 14.75	12/07/2007		M	13,824	08/25/1999 02/25/2009	COMMON STOCK

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TAGMYER WILLIAM R 200 SW MARKET ST SUITE 1800 PORTLAND, OR 97201 5730	X			

Signatures

WILLIAM R.
TAGMYER

12/10/2007

__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).

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.