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MCDERMOTT INTERNATIONAL INC

Form 3

February 25, 2016

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

OMB Number:

3235-0104

OMB APPROVAL

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires:

January 31, 2005

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Estimated average burden hours per response...

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 *

Kaeser Erich

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

02/23/2016

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

MCDERMOTT INTERNATIONAL INC [MDR]

C/O MCDERMOTT INTERNATIONAL, INC., Â 757

N. ELDRIDGE PKWY

(Street)

4. Relationship of Reporting Person(s) to Issuer

Filed(Month/Day/Year)

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting

5. If Amendment, Date Original

Person

Form filed by More than One

Reporting Person

HOUSTON, TXÂ 77079

(City) (State) (Zip)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities

Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

(Instr. 5) Form:

Direct (D) or Indirect (I)

(Instr. 5)

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

Date

3. Title and Amount of Securities Underlying **Derivative Security**

5. 4 Conversion Ownership or Exercise Form of Derivative Price of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

(Instr. 4)

Expiration Title

Exercisable Date Amount or Number of Derivative Security: Security Direct (D)

1

Shares

or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Kaeser Erich

C/O MCDERMOTT INTERNATIONAL, INC. 757 N. ELDRIDGE PKWY HOUSTON. TXÂ 77079

Â

Â

Signatures

/s/ Liane K. Hinrichs, Attorney-in-Fact

02/25/2016

**Signature of Reporting Person

Date

Explanation of Responses:

No securities are beneficially owned

- * If the form is filed by more than one reporting person, see Instruction 5(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).

ÂX

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. \$ 19.26 1,726,855 D Common Stock12/05/2006 S $^{(1)}$ 100 D \$ 19.27 1,726,755 D Common Stock12/05/2006 S $^{(1)}$ 200 D \$ 19.28 1,726,555 D Common Stock12/05/2006 S $^{(1)}$ 100 D \$ 19.29 1,726,455 D Common Stock12/05/2006 S $^{(1)}$ 100 D \$ 19.3 1,726,355 D Common Stock12/05/2006 S $^{(1)}$ 200 D \$ 19.32 1,726,155 D Common Stock12/06/2006 S $^{(1)}$ 275 D \$ 18.9 1,725,880 D Common Stock12/06/2006 S $^{(1)}$ 100 D \$ 18.96 1,725,780 D Common Stock12/06/2006 S $^{(1)}$ 100 D \$ 19.17,725,480 D Common Stock12/06/2006 S $^{(1)}$ 100 D \$ 19.05 1,725,580 D Common Stock12/06/2006 S $^{(1)}$ 100 D \$ 19.1 1,725,480 D Common Stock12/06/2006 S $^{(1)}$ 177 D \$ 19.11 1,725,303 D Common Stock12/06/2006 S $^{(1)}$ 23 D \$ 19.12 1,725,280 D Common Stock12/06/2006 S $^{(1)}$ 100 D \$ 19.15 1,725,180 D Common Stock12/06/2006 S $^{(1)}$ 300 D \$ 19.16 1,724,880 D Common Stock12/06/2006 S $^{(1)}$ 400 D \$ 19.17 1,724,480 D Common Stock12/06/2006 S $^{(1)}$ 100 D \$ 19.2 1,724,380 D Common Stock12/06/2006 S $^{(1)}$ 100 D \$ 19.22 1,724,280 D

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)

| 1. Title of | 2 | 3. Transaction Date | 2A Daamad | 1 | 5 | 6. Date Exercisable and | 7 Title and | 8. Price of | 0 N ₁ , |
|-------------|-------------|---------------------|--------------------|------------|------------|-------------------------|------------------|-------------|--------------------|
| 1. Title of | ۷. | 5. Transaction Date | SA. Deellied | 4. | 5. | o. Date Exercisable and | 7. Title and | 8. Price of | 9. INU |
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | orNumber | Expiration Date | Amount of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/Year) | Underlying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | Securities | (Instr. 5) | Bene |
| | Derivative | | | | Securities | 8 | (Instr. 3 and 4) | | Own |

Reporting Owners 2

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Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|---|---------------|-----------|--------------------------------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| Brooks Rodney A C/O IROBOT CORPORATION 63 SOUTH AVENUE BURLINGTON, MA 01803 | X | | Chief Technology Officer | | | |

Signatures

/s/ Glen D. Weinstein,
Attorney-in-Fact

**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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 3, 2006

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Shares