

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL                                 |           |
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|  |         |          |   |  |  |  |  |  |
|--|---------|----------|---|--|--|--|--|--|
| 1. Name and Address of Reporting Person*<br><b>REARDON ANTHONY J</b> |         |          | 2. Issuer Name and Ticker or Trading Symbol<br><b>DUCOMMUN INC /DE/ [ DCO ]</b> |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><b>Chairman, President and CEO</b> |  |  |
| (Last)   | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>08/21/2013</b>           |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person   |  |  |
| DUCOMMUN INCORPORATED<br>23301 WILMINGTON AVE.                       |         |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                        |  |  |  |  |  |
| (Street)<br><b>CARSON CA 90745</b>                                   |         |          |   |  |  |  |  |  |
| (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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price   |   |  |   |
| Common Stock                    | 08/21/2013                           |  | M                              |   | 10,000  | A          | \$24.34 | 89,427  | D  |   |
| Common Stock                    | 08/21/2013                           |  | F                              |   | 9,503   | D          | \$26.55 | 79,924  | D  |   |
| Common Stock                    | 08/21/2013                           |  | M                              |   | 5,000   | A          | \$18.23 | 84,924  | D  |   |
| Common Stock                    | 08/21/2013                           |  | F                              |   | 4,066   | D          | \$26.55 | 80,858  | D  |   |
| Common Stock                    | 08/21/2013                           |  | M                              |   | 5,000   | A          | \$18.04 | 85,858  | D  |   |
| Common Stock                    | 08/21/2013                           |  | F                              |   | 4,044   | D          | \$26.55 | 81,814  | D  |   |
| Common Stock                    | 08/21/2013                           |  | M                              |   | 10,000  | A          | \$21.61 | 91,814  | D  |   |
| Common Stock                    | 08/21/2013                           |  | F                              |   | 8,890   | D          | \$26.55 | 82,924  | D  |   |
| Common Stock                    | 08/21/2013                           |  | M                              |   | 12,000  | A          | \$9.81  | 94,924  | D  |   |
| Common Stock                    | 08/21/2013                           |  | F                              |   | 7,846   | D          | \$26.55 | 87,438  | D  |   |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|--------|--|-----------------|---|--|--|---|--|-------|
|  |  |                                      |  | Code                           | V | (A)  | (D)    | Date Exercisable   | Expiration Date |   |  |  |   |  | Title |
| Option - Right to Buy <sup>(1)</sup>       | \$24.34  | 08/21/2013                           |  | M                              |   |  | 10,000 | 06/18/2009 <sup>(2)</sup>                                | 06/17/2015      | Common Stock  | 10,000                                     | \$0  | 10,000  | D  |       |
| Option - Right to Buy <sup>(1)</sup>       | \$18.23  | 08/21/2013                           |  | M                              |   |  | 5,000  | 06/29/2010 <sup>(3)</sup>                                | 06/28/2016      | Common Stock  | 5,000                                      | \$0  | 5,000   | D  |       |
| Option - Right to Buy <sup>(1)</sup>       | \$18.04  | 08/21/2013                           |  | M                              |   |  | 5,000  | 06/23/2011 <sup>(4)</sup>                                | 06/22/2017      | Common Stock  | 5,000                                      | \$0  | 10,000  | D  |       |
| Option - Right to Buy <sup>(1)</sup>       | \$21.61  | 08/21/2013                           |  | M                              |   |  | 10,000 | 07/27/2012 <sup>(5)</sup>                                | 07/26/2018      | Common Stock  | 10,000                                     | \$0  | 40,000  | D  |       |
| Option - Right to Buy <sup>(1)</sup>       | \$9.81   | 08/21/2013                           |  | M                              |   |  | 12,000 | 07/01/2013 <sup>(6)</sup>                                | 06/30/2019      | Common Stock  | 12,000                                     | \$0  | 38,000  | D  |       |

**Explanation of Responses:**

- The option represents the right to purchase common stock granted under the Ducommun Incorporated Employee Stock Option Plans, which are Rule 16b-3 plans.
- The option vested as to 5,000 shares on each of June 18, 2009, June 18, 2010, June 18, 2011 and June 18, 2012.
- The option vested as to 5,000 shares on each of June 29, 2010, June 29, 2011, June 29, 2012 and June 29, 2013.
- The option vested or will vest as to 5,500 shares on each of June 23, 2011, June 23, 2012, June 23, 2013 and June 23, 2014.
- The option vested or will vest as to 7,500 shares on each of July 27, 2012, July 27, 2013, July 27, 2014 and July 27, 2015.

6. The option vested or will vest as to 12,500 shares on each of July 1, 2013, July 1, 2014, July 1, 2015 and July 1, 2016.

/s/ Anthony J. Reardon

08/23/2013

\*\* Signature of Reporting Person

Date

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

\* 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.

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