Edgar Filing: Exterran Corp - Form 4

Check this box UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OM Check this box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. Exp									OMB Number: Expires: Estimated a burden hour response		
(Print or Type R	Responses)										
Werner Christopher T S				r Name and n Corp [E	Ticker or	Tradin	g	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (I	(Check						k all applicable)			
(Mont				Annth/Day/Year) 3/04/2016				Director 10% Owner X_ Officer (give title Other (specify below) below) Senior Vice President			
				endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
HOUSTON, TX 77041 — Form filed by More than One Reporting Person								porting			
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative S	Securi	ties Acqu	uired, Disposed of	, or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any		3. Transactio Code	4. Securit or(A) or Dis (Instr. 3, 4	ies Ac sposed	quired of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
0				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	03/04/2016			A <u>(1)</u>	12,937	А	\$0	35,901	D		
Common Stock	03/04/2016			F <u>(2)</u>	1,906	D	\$ 15.46	33,995	D		

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

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 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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Werner Christopher T 4444 BRITTMOORE RD HOUSTON, TX 77041			Senior Vice President					
Signatures								
Valerie L. Banner, Attorney-in-fact		03/08/2016						

Date

<u>**</u>Signature of Reporting Person

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).

The award represents a grant of restricted stock under the 2015 Externa Corporation Stock Incentive Plan that vests over a three-year period of employment at the rate of one-third per year beginning on the first anniversary of the date of grant, subject to accelerated

period of employment at the rate of one-third per year beginning on the first anniversary of the date of grant, subject to accelerated vesting or forfeiture under certain condition as set out in a Change of Control Agreement, Severance Benefit Agreement and Award Notice entered into by the issuer and the reporting person.

(2) Issuer withheld the maximum allowable shares to satisfy the tax withholding oblgations associated with the vesting of restricted shares.

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.