

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2004-08-12** | Period of Report: **2004-08-11**
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([HTML Version](#) on [secdatabase.com](#))

REPORTING OWNER

OECHSLE VERNON E

CIK: **1236802**

Type: **4** | Act: **34** | File No.: **001-10348** | Film No.: **04970527**

Mailing Address

4650 SW MACADAM
STE 440
PORTLAND OR 97239

ISSUER

PRECISION CASTPARTS CORP

CIK: **79958** | IRS No.: **930460598** | State of Incorporation: **OR** | Fiscal Year End: **0328**

SIC: **3320** Iron & steel foundries

Mailing Address

4650 SW MACADAM AVE
STE 440
PORTLAND OR 97239

Business Address

4650 SW MACADAM AVE
STE 440
PORTLAND OR 97239
503.417.4800

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person OECHSLE VERNON E			2. Issuer Name and Ticker or Trading Symbol PRECISION CASTPARTS CORP [PCP]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/11/2004			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
PRECISION CASTPARTS CORP., 4650 S.W. MACADAM SUITE #440			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) PORTLAND, OR 97239								
(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	08/11/2004		A		943	A	\$ 0	2,943	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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Non-Qualified Stock Option (right to buy)	\$31.6875	08/08/1988		P		0		08/06/1998 (L)	08/06/2007	Common Stock	2,000	\$ 0	2,000	D	
Non-Qualified	\$22.25	08/08/1988		P		0		08/05/1999 (L)	08/05/2008	Common Stock	2,000	\$ 0	2,000	D	

Stock Option (right to buy)														
Non-Qualified Stock Option (right to buy)	\$19.25	08/08/1988		<u>P</u>		0		08/04/2000 ^(L)	08/04/2009	Common Stock	2,000	\$ 0	2,000	D
Non-Qualified Stock Option (right to buy)	\$34.0625	08/08/1988		<u>P</u>		0		08/16/2001 ^(L)	08/16/2010	Common Stock	2,000	\$ 0	2,000	D
Non-Qualified Stock Option (right to buy)	\$33.55	08/08/1988		<u>P</u>		0		08/15/2002 ^(L)	08/15/2011	Common Stock	1,000	\$ 0	1,000	D
Non-Qualified Stock Option (right to buy)	\$22.82	08/08/1988		<u>P</u>		0		08/15/2003 ^(L)	08/15/2012	Common Stock	2,000	\$ 0	2,000	D
Non-Qualified Stock Option (right to buy)	\$31.55	08/13/2003		<u>P</u>		0		08/13/2004 ^(L)	08/13/2013	Common Stock	2,000	\$ 0	2,000	D

Explanation of Responses:

- This option was granted 10 years prior to the reported expiration date and vests in four equal annual installments for 25% of shares on each of the first 4 anniversaries of the grant date and becomes exercisable at that time.

Signatures

POA: Geoffrey A. Hawkes

** Signature of Reporting Person

08/12/2004

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.

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 Number.