SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

| 1. Name and Address of Reporting Person*

 Yell Ieda Gomes

 (Last)　　(First)　　(Middle)

 4444 BRITTMOORE RD
 (Street)

 HOUSTON　　**TX**　　**77041**
 (City)　　(State)　　(Zip) | 2. Issuer Name **and** Ticker or Trading Symbol
 Exterran Corp [**EXTN**]

 3. Date of Earliest Transaction (Month/Day/Year)
 03/02/2018

 4. If Amendment, Date of Original Filed (Month/Day/Year) | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

 X　Director　　　　10% Owner

 ☐　Officer (give title below)　　☐ Other (specify below)

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

 X　Form filed by One Reporting Person

 ☐　Form filed by More than One Reporting Person |

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			

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	Amount or Number of Shares				
Common Stock	(1)	03/02/2018		A(1)		600		(1)	(1)	Common Stock	600(1)	$26.24	5,195	D	
Common Stock	(2)	03/04/2018		A(2)		4,764		(2)	(2)	Common Stock	4,764(2)	$26.24	9,959	D	

Explanation of Responses:

1. Exterran Corporation (the "Company") made a grant of phantom units under the Amended and Restated Directors' Stock and Deferral Plan (the "Plan") representing payment to the reporting person of retainer and meeting fees. The phantom units become payable in shares of common stock (or cash in lieu of any fractional shares) within 30 days following the earliest of (i) a deferral date selected by the reporting person, (ii) the reporting person's Separation from Service (as defined in the Plan) for any reason or (iii) the date of a Change of Control (as defined in the Plan) of the Company.

2. The Company made a grant of phantom units under the 2015 Exterran Corporation Stock Incentive Plan. The phantom units become payable in shares of common stock (or cash in lieu of any fractional shares) within 30 days following the earliest of (i) a deferral date selected by the reporting person, (ii) the reporting person's Separation from Service (as defined in the Plan) for any reason or (iii) the date of a Change of Control (as defined in the Plan) of the Company

Remarks:

Valerie L. Banner, Attorney-in-fact	03/05/2018
** 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.

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.