TWIN DISC INC Form 4 July 31, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB

OMB APPROVAL

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

3235-0287 Number:

Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires: 2005 Estimated average burden hours per

January 31,

Form 5 obligations may continue. See Instruction

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

response... 0.5

1(b).

Stock

(Print or Type Responses)

1. Name and A FEIERTAG	2. Issuer Name and Ticker or Trading Symbol TWIN DISC INC. (TWIN)					5. Relationship of Reporting Person(s) to Issuer						
(Last)	(First)	Middle)	TWIN DISC INC [TWIN] 3. Date of Earliest Transaction					(Check all applicable)				
TWIN DISC, INC., 1328 RACINE ST.			(Month/Day/Year) 07/29/2013					Director 10% Owner _X Officer (give title Other (specify below) Executive Vice President				
(Street) 4				ndment, Da	te Origina	1		6. Individual or Joint/Group Filing(Check				
	Filed(Mon	th/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person						
RACINE, WI 53403								Form filed by More than One Reporting Person Person				
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	rities Acq	uired, Disposed o	f, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)			(A) or Code V Amount (D) Price				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 6. Ownership Form: Direct Indirect				
Common Stock (1)	07/29/2013			F	5,057	D	\$ 24.94	62,916	D			
Common Stock								601.0229	I	401(k)		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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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	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
									Amount		
						Date		of	or Number		
						Exercisable					
				C 1 W	(A) (D)						
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

FEIERTAG JAMES E TWIN DISC, INC. 1328 RACINE ST. RACINE, WI 53403

Executive Vice President

Signatures

/s/ James E.

07/31/2013 Feiertag Date **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).
- (1) Shares surrendered to Company to satisfy tax withholding obligation upon vesting of restricted stock granted 7/29/10.

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.

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