MICHAEL BAKER CORP Form 15-12B October 28, 2013

### **UNITED STATES**

#### SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 15

# CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION

#### UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934

## OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d)

### **OF THE SECURITIES EXCHANGE ACT OF 1934**

**Commission File Number: 1-6627** 

MICHAEL BAKER CORPORATION (Exact name of registrant as specified in its charter)

H. James McKnight

**Executive Vice President, Chief Legal Officer and Corporate Secretary** 

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**Airside Business Park** 

100 Airside Drive

Moon Township, Pennsylvania 15108

(412) 269-6300

(Address, including zip code, and telephone number, including area code, of registrant s principal executive offices)

Copies to:

Kevin J. Lavin

J. Matthew Owens

Arnold & Porter LLP

555 Twelfth Street, N.W.

Washington, D.C. 20004

(202) 942-5000

Common Stock, par value \$1.00 per share (Title of each class of securities covered by this Form)

None

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)xRule 12g-4(a)(2)"Rule 12h-3(b)(1)(i)xRule 12h-3(b)(1)(ii)"Rule 15d-6"

Approximate number of holders of record as of the certification or notice date: 1

Pursuant to the requirements of the Securities Exchange Act of 1934, Michael Baker Corporation has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: October 28, 2013

#### MICHAEL BAKER CORPORATION

By: /s/ Thomas J. Campbell Name: Thomas J. Campbell Title: Chairman