## Edgar Filing: FLUOR CORP - Form 4

FLUOR COF	RP									
Form 4										
April 04, 200	7									
FORM	<b>Δ</b>							-	PPROVAL	
	UNITE	O STATES S	SECURITIES A Washington,			NGE (	COMMISSION	OMB Number:	3235-0287	
Check this							Expires:	January 31,		
subject to STATEMENT OF CHANGES IN BENEFICI					CIA	LOW	NERSHIP OF	Estimated a	2005 average	
Section 10								burden hours per		
Form 4 or Form 5								response	0.5	
obligation	· ·		ction 16(a) of th			-				
may conti			blic Utility Hole	•	· ·			n		
See Instru	ction	30(h) 01	f the Investment	Compan	y Aci	t of 194	40			
1(b).										
(Print or Type R	(esponses)									
(										
1. Name and A	ddress of Reportin	g Person <sup>*</sup>	2. Issuer Name and	Ticker or	Tradin	g	5. Relationship of	Reporting Person(s) to		
PRUEHER J	IOSEPH W		Symbol			0	Issuer			
•			FLUOR CORP [FLR]							
(Last)	(First)	(Middle) 3	. Date of Earliest Tr	ransaction			(Chec	k all applicable	2)	
(2000)	(1150)	. , .	(Month/Day/Year)				_X_ Director10% Owner			
			04/02/2007				Officer (give title Other (specify			
LAS COLIN	AS BOULEV						below)	below)		
	(Street)	4	. If Amendment, Da	ate Original			6. Individual or Jo	oint/Group Filin	19(Check	
			Filed(Month/Day/Year)				Applicable Line)			
					_X_ Form filed by One Reporting Person					
IRVING, TX	K 75039						Form filed by N Person	Nore than One Re	eporting	
(City)	(State)	(Zip)								
(City)	(State)	(Zip)	Table I - Non-I	Derivative	Securi	ties Acc	quired, Disposed of	f, or Beneficial	lly Owned	
1.Title of	2. Transaction D						5. Amount of	6. Ownership		
Security (Instr. 3)	(Month/Day/Yea		Code (D)				Beneficially (	Form: Direct (D) or	Indirect Beneficial	
(1180.3)		any (Month/Da						Indirect (I)	Ownership	
				· · · ·		·	Following	(Instr. 4)	(Instr. 4)	
					(A)		Reported			
					or		Transaction(s) (Instr. 3 and 4)			
G			Code V	Amount	(D)	Price	(mout, 5 and 4)			
Common	04/02/2007		А	4	А	\$	3,921.4269	D		
Stock						90.4				

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

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	orDerivative Securities Acquired (A)	Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deri Secu (Inst
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom stock units	<u>(1)</u>	04/02/2007		А	2.8018	(2)	(2)	Common Stock	2.8018	\$9

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
PRUEHER JOSEPH W C/O FLUOR CORPORATION 6700 LAS COLINAS BOULEVARD IRVING, TX 75039	Х						
Signatures							
/s/ Eric P. Helm by Power of Attorney	04/04	4/2007					
<pre>**Signature of Reporting Person</pre>	]	Date					
Explanation of Pospor	0000						

## **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) Phantom stock issuable on a one-to-one basis.

These phantom units were acquired under the Fluor Corporation Deferred Directors' Fees program through the crediting of dividends and are to be settled in cash upon the reporting person's termination of service as a director, death or disability in a single lump sum payment

(2) are to be served in easing period of two to twenty years. Units are immediately exercisable because they may be transferred into an alternative investment. However, up to .6 share would be forfeited upon such transfer prior to January 1, 2012.

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.