GORMAN RUPP CO

Form 4 May 10, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

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

January 31, Expires: 2005 Estimated average

OMB APPROVAL

Form 4 or 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

burden hours per 0.5 response...

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** KIRKENDALL ROBERT E	2. Issuer Name and Ticker or Trading Symbol GORMAN RUPP CO [GRC]	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) THE GORMAN-RUPP COMPANY, 305 BOWMAN STREET	3. Date of Earliest Transaction (Month/Day/Year) 01/10/2007	(Check all applicable) Director 10% OwnerX Officer (give title Other (specify below) Senior Vice President & CFO			
(Street) MANSFIELD, OH 44903	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(0':)					

(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. 4. Securities Acquired (A) Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				(D)	Beneficially Form: Owned Direct (Ownership	Beneficial Ownership		
Common	02/12/2007		Code	v v	Amount 10,812	(A) or (D)	Price \$ 39.35	Transaction(s) (In (Instr. 3 and 4)	(I) (Instr. 4)			
Stock	02/12/2007		J	V	<u>(1)</u>	А	Ф 39.33	10,505	D	D		
Common Stock (401-K Plan)	03/31/2007		J	V	111	A	\$ 32.03	7,708	I	By 401-K Trust		
Common Stock (Company Stock Plan)	01/10/2007		L	V	15	A	\$ 40.2457	8,635	D			
Common	02/12/2007		L	V	8,635	D	\$ 39.35	0	D			

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Stock (1)

(Company Stock Plan)

Common

Stock (Dividend 02/12/2007 J V 2,179 D \$ 39

J V $\frac{2,179}{(1)}$ D \$39.35 0 D

Reinvestment

Plan)

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.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

8. Price of 1. Title of 2. 3. Transaction Date 3A. Deemed 4. 5. 6. Date Exercisable and 7. Title and Derivative Derivative Conversion (Month/Day/Year) Execution Date, if TransactionNumber **Expiration Date** Amount of Security Security or Exercise Code (Month/Day/Year) Underlying ofSecurities Price of (Instr. 3) (Month/Day/Year) (Instr. 8) Derivative (Instr. 5) Derivative Securities (Instr. 3 and 4) Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Amount Expiration Title Number Date Exercisable Date of Code V (A) (D) Shares

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

KIRKENDALL ROBERT E THE GORMAN-RUPP COMPANY 305 BOWMAN STREET MANSFIELD, OH 44903

Senior Vice President & CFO

Signatures

/s/Robert E. 05/10/2007 Kirkendall

**Signature of Date Reporting Person

Reporting Owners 2

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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 transferred from the Company Stock Plan and Dividend Reinvestment Plan to common stock holdings, less the equivalent of one share in each account distributed in cash as a result of a fractional interest.

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.