

GORMAN JAMES CARVELL  
 Form 5  
 February 09, 2005

**FORM 5**

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

OMB APPROVAL  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported Form 4 Transactions Reported

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

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

1. Name and Address of Reporting Person \*  
**GORMAN JAMES CARVELL**

(Last) (First) (Middle)

**THE GORMAN-RUPP COMPANY, 305 BOWMAN STREET**

(Street)

**MANSFIELD, OH 44903**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**GORMAN RUPP CO [GRC]**

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2004

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman

6. Individual or Joint/Group Reporting

(check applicable line)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| Common Stock                    | 12/29/2004                           | Â  | J                              | 229 <sup>(1)</sup> A  | \$ 23.7 451,289  | D  | Â   |
| Common Stock (401-K Plan)       | 12/29/2004                           | Â  | J                              | 229 <sup>(2)</sup> D  | \$ 23.7 5,357  | I  | By 401-K Trust  |
| Common Stock (401-K)            | 12/31/2004                           | Â  | J                              | 63 A  | \$ 23 5,420  | I  | By 401-K  |

|   |            |   |   |     |   |           |           |   |                          |
|---|------------|---|---|-----|---|-----------|-----------|---|--------------------------|
| Plan)                                     |            |   |   |     |   |           |           |   | Trust                    |
| Common Stock (Company Stock Plan)         | 12/10/2004 | Â | L | 32  | A | \$ 23.737 | 1,758,892 | I | By family <sup>(3)</sup> |
| Common Stock (Dividend Reinvestment Plan) | 09/10/2004 | Â | J | 49  | A | \$ 21.6   | 1,758,941 | I | By family <sup>(4)</sup> |
| Common Stock (Dividend Reinvestment Plan) | 12/10/2004 | Â | J | 225 | A | \$ 22.99  | 1,759,166 | I | By family <sup>(5)</sup> |
| Common Stock (401-K Plan)                 | 12/31/2004 | Â | J | 106 | A | \$ 23     | 1,759,272 | I | By family <sup>(6)</sup> |

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

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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 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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable Expiration Date                         | Title   | Amount or Number of Shares                 |       |

## Reporting Owners

| Reporting Owner Name / Address                  | Relationships |           |            |       |
|---|---------------|-----------|------------|-------|
|   | Director      | 10% Owner | Officer    | Other |
| GORMAN JAMES CARVELL<br>THE GORMAN-RUPP COMPANY | Â X           | Â X       | Â Chairman | Â     |

305 BOWMAN STREET  
MANSFIELD, OH 44903

## Signatures

/s/James C.

02/09/2005

Gorman

\*\*Signature of  
Reporting Person

Date

## 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 acquired through a distribution from a 401-K Trust Account.
- (2) Shares distributed from a 401-K Trust Account to Direct Ownership Certificate Shares.  
Includes 353,171 shares owned by Mr. Gorman's wife and 288,614 shares held in trusts in which Mr. Gorman and members of his family have beneficial interests; also includes 1,117,107 shares beneficially owned by members of Mr. Gorman's immediate family. Mr. Gorman disclaims beneficial ownership of all of the shares referred to in this footnote.
- (4) Includes 353,212 shares owned by Mr. Gorman's wife and 288,614 shares held in trusts in which Mr. Gorman and members of his family have beneficial interests; also includes 1,117,115 shares beneficially owned by members of Mr. Gorman's immediate family. Mr. Gorman disclaims beneficial ownership of all of the shares referred to in this footnote.
- (5) Includes 353,406 shares owned by Mr. Gorman's wife and 288,614 shares held in trusts in which Mr. Gorman and members of his family have beneficial interests; also includes 1,117,146 shares beneficially owned by members of Mr. Gorman's immediate family. Mr. Gorman disclaims beneficial ownership of all of the shares referred to in this footnote.
- (6) Includes 353,406 shares owned by Mr. Gorman's wife and 288,614 shares held in trusts in which Mr. Gorman and members of his family have beneficial interests; also includes 1,117,252 shares beneficially owned by members of Mr. Gorman's immediate family. Mr. Gorman disclaims beneficial ownership of all of the shares referred to in this footnote.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.