

FLOWSERVE CORP
Form 4
July 14, 2005

FORM 4

**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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Jojo Linda P

(Last) (First) (Middle)
5215 N. O'CONNOR BLVD., SUITE 2300
(Street)

IRVING, TX 75039

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FLOWSERVE CORP [FLS]

3. Date of Earliest Transaction
(Month/Day/Year)
07/13/2005

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)
VP, Chief Information Officer

6. Individual or Joint/Group Filing(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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock (\$1.25 par value per share) | 07/13/2005 | | A | | 7,500 | A | \$ 30.95 |
| Common Stock (\$1.25 par value per share) | | | | | 37 | I | 401(k) |

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

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(9-02)

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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Restricted Common Stock (\$1.25 par value per share) | \$ 0 ⁽²⁾ | | | | | <u>(3)</u> | <u>(4)</u> | Common Stock | 1,66 |
| Stock Option (right-to-buy) | \$ 23.25 | | | | | <u>(5)</u> | 07/12/2014 | Common Stock | 5,00 |
| Restricted Common Stock (\$1.25 par value per share) | \$ 0 ⁽²⁾ | | | | | <u>(6)</u> | <u>(4)</u> | Common Stock | 2,70 |
| Stock option (right-to-buy) | \$ 24.9 | | | | | <u>(7)</u> | 02/16/2015 | Common Stock | 4,50 |
| Stock option (right-to-buy) | \$ 27.97 | | | | | <u>(8)</u> | 04/20/2015 | Common Stock | 7,50 |
| Stock option (right-to-buy) | \$ 30.95 | 07/13/2005 | | A | 12,500 | <u>(9)</u> | 07/13/2015 | Common Stock | 12,5 |

Reporting Owners

Reporting Owner Name / Address

Relationships

| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other |
|--|----------|-----------|-------------------------------|-------|
| Jojo Linda P 5215 N. O'CONNOR BLVD. SUITE 2300 IRVING, TX 75039 | | | VP, Chief Information Officer | |

Signatures

/s/ Tara D. Mackey, by power of
attorney

07/14/2005

__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).

On April 20, 2005 the reporting person filed a Form 4 disclosing on Table II the grant by issuer of 7,500 shares of Restricted Common Stock. As previously reported, these shares vest in equal annual one-third increments beginning on April 20, 2006, April 20, 2007 and

- (1) April 20, 2008. None of the shares relating to this grant have vested. The reporting person will begin reporting this grant on Table I. Accordingly, this amount reflects the total shares of Restricted Common Stock previously granted to the reporting person on April 20, 2005.
- (2) The shares of Restricted Common Stock shall be valued at the fair market value upon each vesting date. A conversion or exercise price is not applicable.
- (3) 833 shares of Restricted Common Stock vests on July 12, 2006, and the remaining 833 shares vest on July 12, 2007.
- (4) The lapse of the restrictions on the shares of Restricted Common Stock is contingent upon continued employment with the Issuer. An expiration date is not applicable.
- (5) The option shares vest in three (3) equal annual installments commencing on July 12, 2005, and then on July 12, 2006 and July 12, 2007, respectively.
- (6) One-third of the shares of Restricted Common Stock vests on February 16, 2006, and the remaining thirds vest on February 16, 2007 and February 16, 2008, respectively.
- (7) The option shares vest and become exercisable in three (3) equal annual installments commencing on February 16, 2006, February 16, 2007 and February 16, 2008.
- (8) The option shares vest and become exercisable in three (3) equal annual installments commencing on April 20, 2006, April 20, 2007 and April 20, 2008, respectively.
- (9) The option shares vest and become exercisable in three (3) equal annual installments commencing on July 14, 2006, July 14, 2007 and July 14, 2008, respectively.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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