LAKE PETER B

Form 5

February 09, 2007

FORM 5

OMB APPROVAL

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Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Reported

1(b).

30(h) of the Investment Company Act of 1940

Form 4

Transactions Reported

1. Name and Address of Reporting Person * LAKE PETER B

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First) (Middle) GORMAN RUPP CO [GRC] 3. Statement for Issuer's Fiscal Year Ended

(Check all applicable)

(Month/Day/Year)

12/31/2006

X Director 10% Owner Officer (give title Other (specify

below) below)

100 SAYBROOK HARBOR

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

BRADFORD WOODS, PAÂ 15015

X Form Filed by One Reporting Person Form Filed by More than One Reporting

Person

(City)	(State) (Zip	Table I	- Non-Deriva	tive Secur	ities A	Acquired, Di	sposed of, or I	Beneficially C	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)			Beneficially Form: Owned at Direct (1) end of or Indirect (1) Issuer's (I)	Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/08/2006	Â	J	Amount 2,037 (1)	(A) or (D) A	Price \$ 30.6118	(Instr. 3 and 4) 10,195 (2)	· · ·	Â
Common Stock (Dividend Reinvestment Plan)	03/10/2006	Â	J	43	A	\$ 23.1586	1,185	D	Â
Common Stock	06/09/2006	Â	J	39	A	\$ 25.5647	1,224	D	Â

(Dividend Reinvestment Plan)									
Common Stock (Dividend Reinvestment Plan)	09/08/2006	Â	J	36	A	\$ 30.076	1,260	D	Â
Common Stock (Dividend Reinvestment Plan)	12/08/2006	Â	J	323 (1)	A	\$ 30.6118	1,583	D	Â
Common Stock (Dividend Reinvestment Plan)	12/08/2006	Â	J	30	A	\$ 30.6118	1,613	D	Â
Common Stock	12/08/2006	Â	J	591 <u>(1)</u>	A	\$ 30.6118	2,966	I	By Spouse
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.			Persons who contained in t		SEC 2270 (9-02)				

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	int of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	•		Secur	ities	(Instr. 5)
	Derivative				Securities			(Instr.	. 3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
									or	
						Date	Expiration	Title	Number	
						Exercisable	Date	11110	of	
					(A) (D)				Shares	
					(/ ()					

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Director 10% Owner Officer Other

Reporting Owners 2

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LAKE PETER B 100 SAYBROOK HARBOR Â X Â Â BRADFORD WOODS, PAÂ 15015

Signatures

Peter B. Lake BY: /s/David P. Emmens
Attorney-in-Fact
02/09/2007

**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) As of December 8, 2006, the amount of common shares beneficially owned was increased due to a 5-for-4 split of the common shares.
- (2) Includes 7,500 shares acquired through an exempt non-employee Director's Compensation Plan (of which 1,500 shares were added as a result of the 5-for-4 split of common shares as of December 8, 2006).

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.

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