Wilkins Lee Arlin Form 4 July 02, 2008

#### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

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(b).

Common Stock

(Company Stock Plan) Common

Stock (Company 01/10/2008

02/08/2008

(Print or Type Responses)

| Wilkins Led (Last)  THE GORM         |   | Symbol GORM Middle) 3. Date of (Month/I) 01/10/2              | AN RUPP CO [GRC] of Earliest Transaction Day/Year) | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  Director 10% Owner X_ Officer (give title Other (specify below)   |
|--------------------------------------|---|---|--|---|
| MANSFIE                              | (Street) LD, OH 44903                   |   | endment, Date Original<br>onth/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  |
| (City)                               | (State)                                 | (Zip) Tab   | ole I - Non-Derivative Securities A                | cquired, Disposed of, or Beneficially Owned   |
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | e 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | (A)<br>or  | d (A) 5. Amount of Securities Ownership Indirect Beneficially Form: Beneficial Owned Direct (D) Ownership Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4) |
| Common<br>Stock<br>(401-K<br>Plan)   | 03/31/2008                              |   | J V 98 A \$ 32                                     | By 401-K  |

V 20

V 22

D

D

3,387

3,409

30.3419

27.9478

\$

| Stock Plan) |
|-------------|
|-------------|

Stock

(Company Stock Plan) 05/09/2008

| Common<br>Stock<br>(Company<br>Stock Plan) | 03/10/2008 | L | V 35 | A | \$ 35.255     | 3,444 | D |
|--|------------|---|------|---|---------------|-------|---|
| Common<br>Stock<br>(Company<br>Stock Plan) | 04/10/2008 | L | V 18 | A | \$<br>32.8014 | 3,462 | D |
| Common                                     |            |   |      |   |               |       |   |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

3,479

D

(9-02)

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

V 17 A

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exer | cisable and | 7. Tit | le and     | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|--------------|-------------|--------|------------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transact   | iorNumber  | Expiration D | ate         | Amou   | unt of     | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/  | /Year)      | Unde   | rlying     | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivativ  | e            |             | Secur  | rities     | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities | S            |             | (Instr | . 3 and 4) |             | Owne   |
|             | Security    |                     |                    |            | Acquired   |              |             |        |            |             | Follo  |
|             |             |                     |                    |            | (A) or     |              |             |        |            |             | Repo   |
|             |             |                     |                    |            | Disposed   |              |             |        |            |             | Trans  |
|             |             |                     |                    |            | of (D)     |              |             |        |            |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |              |             |        |            |             |        |
|             |             |                     |                    |            | 4, and 5)  |              |             |        |            |             |        |
|             |             |                     |                    |            |            |              |             |        | A          |             |        |
|             |             |                     |                    |            |            |              |             |        | Amount     |             |        |
|             |             |                     |                    |            |            | Date         | Expiration  | Title  | Or         |             |        |
|             |             |                     |                    |            |            | Exercisable  | Date        | Title  |            |             |        |
|             |             |                     |                    | C-1- 1     | 7 (A) (D)  |              |             |        | of         |             |        |
|             |             |                     |                    | Code \     | (A) (D)    |              |             |        | Shares     |             |        |

## **Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |  |  |
|--------------------------------|---------------|-----------|---------|-------|--|--|
|                                | Director      | 10% Owner | Officer | Other |  |  |

Wilkins Lee Arlin THE GORMAN-RUPP COMPANY 305 BOWMAN STREET MANSFIELD, OH 44903

Vice President Human Resources

2 Reporting Owners

### **Signatures**

Lee A. Wilkins BY: /s/David P. Emmens Attorney-in-Fact

07/02/2008

\*\*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).

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.

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