

RUSNACK WILLIAM C
Form 4
November 08, 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 *
RUSNACK WILLIAM C

(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)
06/01/2005

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)

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) |
|---|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | Price |
| Common Stock (\$1.25 par value per share) | | | | | 9,113 | I | Rabbi Trust |
| Common Stock (\$1.25 par value per share) | | | | | 5,000 | I | Family Trust |
| Common Stock | | | | | 3,800 | I | Keogh Trust |

(\$1.25 par
value per
share)

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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Stock option (right-to-buy) <u>(1)</u> | \$ 26.55 | | | | | 05/06/1998 06/06/2007 | Common Stock |
| Stock option (right-to-buy) | \$ 13.13 | | | | | 04/20/2001 04/19/2010 | Common Stock |
| Stock option (right-to-buy) | \$ 25.69 | | | | | 04/19/2002 04/18/2011 | Common Stock |
| Stock option (right-to-buy) | \$ 32.12 | | | | | 04/18/2003 04/17/2012 | Common Stock |
| Stock option (right-to-buy) | \$ 14.29 | | | | | 04/21/2004 04/20/2013 | Common Stock |
| Stock option (right-to-buy) | \$ 25.26 | 06/01/2005 | | D ⁽²⁾ | 1,393 | <u>(2)</u> 05/16/2005 | Common Stock |
| Stock option (right-to-buy) | \$ 25.65 | 06/01/2005 | | A ⁽²⁾ | 1,393 | <u>(2)</u> 12/31/2006 | Common Stock |
| Stock option (right-to-buy) | \$ 25.65 | 11/04/2005 | | D ⁽²⁾ | 1,393 | <u>(2)</u> 12/31/2006 | Common Stock |
| Stock option (right-to-buy) | \$ 25.65 | 11/04/2005 | | A ⁽²⁾ | 1,393 | <u>(2)</u> 01/01/2009 | Common Stock |
| Stock option (right-to-buy) | \$ 29.77 | 11/04/2005 | | D ⁽³⁾ | 1,393 | <u>(3)</u> 05/14/2006 | Common Stock |

| | | | | | | | |
|--------------------------------|----------|------------|------------------|-------|------------|------------|-----------------|
| Stock option (right-to-buy) | \$ 29.77 | 11/04/2005 | A ⁽³⁾ | 1,393 | <u>(3)</u> | 01/01/2009 | Common Stock |
|--------------------------------|----------|------------|------------------|-------|------------|------------|-----------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| RUSNACK WILLIAM C 5215 N. O'CONNOR BLVD. SUITE 2300 IRVING, TX 75039 | X | | | |

Signatures

/s/ Ronald F. Shuff, by power of attorney

11/08/2005

__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).
- (1) Granted to Reporting Person pursuant to the BW/IP Holding, Inc. 1993 Non-Employee Directors' Stock Option Plan. Option was subsequently converted into an option to acquire shares of Issuer's common stock.
- (2) Amendment of outstanding option resulting in deemed cancellation of the old option and the grant of a replacement option. The option was originally granted on May 16, 1995 and is fully vested and exercisable.
- (3) Amendment of outstanding option resulting in deemed cancellation of old option and the grant of a replacement option. The option was originally granted on May 14, 1996 and is fully vested and exercisable.

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.