

Wilkins Lee Arlin  
 Form 5  
 February 10, 2010

**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 \*  
 Wilkins Lee Arlin

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2009

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Vice President Human Resources

THE GORMAN-RUPP COMPANY, 600 SOUTH AIRPORT ROAD

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

MANSFIELD, OH 44903

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

(City) (State) (Zip)

**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) |        |          | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|----------|--|--|--|
|                                 |                                      |  |                                | (A) Amount                                    | or (D) | Price    |  |  |  |
| Common Stock (401-K Plan)       | 09/30/2009                           | Â  | J                              | 66  | A      | \$ 24.91 | 7,386  | I  | By 401-K Trust                             |
| Common Stock (401-K Plan)       | 12/31/2009                           | Â  | J                              | 82  | A      | \$ 27.64 | 7,468  | I  | By 401-K Trust                             |

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|   |            |   |   |    |   |               |       |   |   |
|---|------------|---|---|----|---|---------------|-------|---|---|
| Plan)<br>Common<br>Stock<br>(Company<br>Stock Plan) | 08/10/2009 | Â | L | 25 | A | \$<br>23.8999 | 3,898 | D | Â |
| Common<br>Stock<br>(Company<br>Stock Plan)          | 09/10/2009 | Â | L | 41 | A | \$<br>24.5133 | 3,939 | D | Â |
| Common<br>Stock<br>(Company<br>Stock Plan)          | 10/09/2009 | Â | L | 25 | A | \$<br>23.9973 | 3,964 | D | Â |
| Common<br>Stock<br>(Company<br>Stock Plan)          | 11/05/2009 | Â | L | 24 | A | \$<br>24.6985 | 3,988 | D | Â |
| Common<br>Stock<br>(Company<br>Stock Plan)          | 12/07/2009 | Â | L | 23 | A | \$<br>25.8208 | 4,011 | D | Â |
| Common<br>Stock<br>(Company<br>Stock Plan)          | 12/15/2009 | Â | L | 15 | A | \$<br>27.2316 | 4,026 | D | Â |

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. of<br>D<br>Se<br>Bo<br>O<br>Er<br>Is<br>Fi<br>(I |
|---|--|---|---|--------------------------------------|--|--|---|---|---|
|   |  |   |   |                                      | (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or<br>Number<br>of<br>Shares              |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| Wilkins Lee Arlin<br>THE GORMAN-RUPP COMPANY<br>600 SOUTH AIRPORT ROAD<br>MANSFIELD, OH 44903 | ^             | ^         | ^                              | ^     |
|   |               |           | Vice President Human Resources |       |

## Signatures

/s/ Lee A. Wilkins 02/10/2010

\_\_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).

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