GORMAN JEFFREY S
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

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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
GORMAN JEFFREY S

(Last) (First) (Middle)

THE GORMAN-RUPP COMPANY, 305 BOWMAN STREET

(Street)

MANSFIELD, OH 44903

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
01/02/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
President & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/02/2008		G	V	781	A	$ 30.65	549,413	D	
Common Stock	02/07/2008		J	V	524,281	D	$ 27.675	25,132	D	
Common Stock	01/02/2008		G	V	2,344	A	$ 30.65	371,212	I	By family (1)
Common Stock	02/07/2008		J	V	72,799	D	$ 27.675	298,413	I	By family (2)
Common Stock	02/07/2008		J	V	524,281	A	$ 27.675	524,281	I	By Jeffrey S.

										Gorman Trust (3)
Common Stock	02/07/2008		J	V	72,799	A	$ 27.675	72,799	I	By Michele S. Gorman Trust (4)
Common Stock (401-K Plan)	03/31/2008		J	V	99	A	$ 32.89	32,633	I	By 401-K Trust
Common Stock (Company Stock Plan)	01/10/2008		L	V	20	A	$ 30.3419	3,064	D	
Common Stock (Company Stock Plan)	02/08/2008		L	V	22	A	$ 27.9478	3,086	D	
Common Stock (Company Stock Plan)	03/10/2008		L	V	34	A	$ 26.6866	3,120	D	
Common Stock (Company Stock Plan)	04/10/2008		L	V	18	A	$ 32.8014	3,138	D	

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

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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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo

			Disposed of (D) (Instr. 3, 4, and 5)						Trans (Instr
	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GORMAN JEFFREY S THE GORMAN-RUPP COMPANY 305 BOWMAN STREET MANSFIELD, OH 44903	X		President & CEO	

Signatures

Jeffrey S. Gorman 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).

(1) Includes 72,799 shares owned by Mr. Gorman's wife, 223,647 shares owned by his minor children and 74,766 shares held in trust in which Mr. Gorman has a beneficial interest. Mr. Gorman disclaims beneficial ownership of all the shares referred to in this footnote.

(2) Includes 223,647 shares owned by his minor children and 74,766 shares held in trust in which Mr. Gorman has a beneficial interest. Mr. Gorman disclaims beneficial ownership of all the shares referred to in this footnote.

(3) Shares held by the Jeffrey S. Gorman Trust (a revocable trust of which Jeffrey S. Gorman is sole trustee) for estate planning purposes.

(4) Shares held by the Michele S. Gorman Trust (a revocable trust of which Michele S. Gorman is sole trustee) for estate planning purposes.

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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