

FLUOR CORP
Form 4
June 25, 2008

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BOECKMANN ALAN L

(Last) (First) (Middle)

**C/O FLUOR CORPORATION, 6700
LAS COLINAS BOULEVARD**

(Street)

IRVING, TX 75039

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
FLUOR CORP [FLR]

3. Date of Earliest Transaction
(Month/Day/Year)
06/24/2008

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)

Chairman and CEO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock <u>(1)</u> <u>(2)</u>	06/24/2008		S		100	D \$ 193.26	262,159	D	
Common Stock	06/24/2008		S		100	D \$ 191.28	262,059	D	
Common Stock	06/24/2008		S		100	D \$ 194.5	261,959	D	
Common Stock	06/24/2008		S		100	D \$ 193.55	261,859	D	
Common Stock	06/24/2008		S		100	D \$ 194.57	261,759	D	

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Common Stock	06/24/2008	S	100	D	\$ 193.58	261,659	D	
Common Stock	06/24/2008	S	100	D	\$ 193.51	261,559	D	
Common Stock	06/24/2008	S	100	D	\$ 192.5	261,459	D	
Common Stock	06/24/2008	S	100	D	\$ 193.47	261,359	D	
Common Stock	06/24/2008	S	100	D	\$ 193.46	261,259	D	
Common Stock	06/24/2008	S	100	D	\$ 193.42	261,159	D	
Common Stock	06/24/2008	S	100	D	\$ 193.44	261,059	D	
Common Stock	06/24/2008	S	100	D	\$ 192.41	260,959	D	
Common Stock	06/24/2008	S	100	D	\$ 193.67	260,859	D	
Common Stock	06/24/2008	S	100	D	\$ 194.64	260,759	D	
Common Stock	06/24/2008	S	100	D	\$ 194.39	260,659	D	
Common Stock	06/24/2008	S	100	D	\$ 194.35	260,559	D	
Common Stock	06/24/2008	S	100	D	\$ 194.36	260,459	D	
Common Stock	06/24/2008	S	100	D	\$ 192.34	260,359	D	
Common Stock						2,586.019	I	401(k) Plan

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

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

SEC 1474
(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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned
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Derivative
Security

Securities
Acquired
(A) or
Disposed
of (D)
(Instr. 3,
4, and 5)

(Instr. 3 and 4)

Own
Follo
Repo
Trans
(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BOECKMANN ALAN L
C/O FLUOR CORPORATION
6700 LAS COLINAS BOULEVARD
IRVING, TX 75039

X

Chairman and CEO

Signatures

/s/ Eric P. Helm by Power of
Attorney

06/25/2008

__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) The sales reported on this Form 4 were effected pursuant to a trading plan adopted on 3/11/2008 that is intended to comply with Rule 10b5-1(c).

(2) This Form 4 is the second of two Form 4's being filed to reflect transactions which occurred on 6/24/2008.

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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