

GORMAN RUPP CO

Form 5

February 17, 2015

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549Check 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

OMB APPROVAL

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
Knabel Wayne L

(Last) (First) (Middle)

THE GORMAN-RUPP
COMPANY, 600 SOUTH
AIRPORT ROAD

(Street)

MANSFIELD, OH 44903

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
GORMAN RUPP CO [GRC]3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20144. 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)

Chief Financial Officer

6. Individual or Joint/Group Reporting

(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 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 Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	Â	Â	Â	Â	Â	Â	4,813 ⁽¹⁾	D	Â
Common Stock (401-K Plan)	03/31/2014	Â	J ⁽²⁾	194	A	\$ 31.79	2,034	I	By 401-K Trust
Common Stock (401-K	06/30/2014	Â	J ⁽²⁾	58	A	\$ 35.37	2,092	I	By 401-K

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Plan)										Trust
Common Stock (401-K Plan)	09/30/2014	Â	<u>J⁽²⁾</u>	33	A	\$ 30.04	2,125	I		By 401-K Trust
Common Stock (401-K Plan)	12/31/2014	Â	<u>J⁽²⁾</u>	4	A	\$ 32.12	2,129	I		By 401-K Trust
Common Stock (Company Stock Plan)	02/04/2014	Â	L	18	A	\$ 32.6271	1,621	D		Â
Common Stock (Company Stock Plan)	03/04/2014	Â	L	18	A	\$ 32.0417	1,639	D		Â
Common Stock (Company Stock Plan)	03/13/2014	Â	L	4	A	\$ 32.6172	1,643	D		Â
Common Stock (Company Stock Plan)	04/01/2014	Â	L	18	A	\$ 31.5652	1,661	D		Â
Common Stock (Company Stock Plan)	05/01/2014	Â	L	19	A	\$ 30.8215	1,680	D		Â
Common Stock (Company Stock Plan)	06/04/2014	Â	L	18	A	\$ 31.8485	1,698	D		Â
Common Stock (Company Stock Plan)	06/13/2014	Â	L	4	A	\$ 34.5939	1,702	D		Â
Common Stock (Company Stock Plan)	07/01/2014	Â	L	16	A	\$ 35.7822	1,718	D		Â
Common Stock (Company Stock Plan)	08/04/2014	Â	L	19	A	\$ 29.5128	237 ⁽¹⁾	D		Â
Common Stock	09/03/2014	Â	L	19	A	\$ 30.8703	256	D		Â

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(Company
Stock Plan)

Common
Stock
(Company
Stock Plan)

09/15/2014

Â

L

1

A

\$
31.0882

257

D

Â

Common
Stock
(Company
Stock Plan)

10/02/2014

Â

L

19

A

\$
30.7546

276

D

Â

Common
Stock
(Company
Stock Plan)

11/07/2014

Â

L

18

A

\$ 31.779 294

D

Â

Common
Stock
(Company
Stock Plan)

12/03/2014

Â

L

18

A

\$
31.7875

312

D

Â

Common
Stock
(Company
Stock Plan)

12/15/2014

Â

L

1

A

\$
30.3413

313

D

Â

Common
Stock
(Dividend
Reinvestment
Plan)

03/13/2014

Â

L

10

A

\$
32.6172

52.004

D

Â

Common
Stock
(Dividend
Reinvestment
Plan)

06/13/2014

Â

L

8

A

\$
34.5939

60.004

D

Â

Common
Stock
(Dividend
Reinvestment
Plan)

09/15/2014

Â

L

10

A

\$
31.0882

70.004

D

Â

Common
Stock
(Dividend
Reinvestment
Plan)

12/15/2014

Â

L

12

A

\$
30.3413

82.004

D

Â

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

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SEC 2270
(9-02)

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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 Disposed of (D) (Instr. 3, 4, and 5)	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. of D S B O E I F (I
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Knabel Wayne L THE GORMAN-RUPP COMPANY 600 SOUTH AIRPORT ROAD MANSFIELD, OH 44903	Â	Â	Â Chief Financial Officer	Â

Signatures

Wayne L. Knabel BY: /s/Brigette A. Burnell
Attorney-in-Fact 02/17/2015

__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 amounts transferred from the Company Stock Plan to a brokerage account in the amount of 45 shares on July 8, 2014 and 1,455 shares on July 9, 2014.
- (2) Shares acquired under GRC 401(k) Plan.

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