

GORMAN RUPP CO
Form 4
August 25, 2015

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 *
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. Date of Earliest Transaction
(Month/Day/Year)
01/05/2015

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)
Chief Financial Officer

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 or Price		
Common Stock (Company Stock Plan)	01/05/2015		L		18 A \$ 32.6439	331	D
Common Stock (Company Stock Plan)	02/04/2015		L		20 A \$ 28.9463	351	D
Common Stock (Company)	03/04/2015		L		20 A \$ 29.0568	371	D

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Stock Plan)									
Common Stock (Company Stock Plan)	03/13/2015	L	1	A	\$ 28.0834	372		D	
Common Stock (Company Stock Plan)	04/06/2015	L	19	A	\$ 29.8801	391		D	
Common Stock (Company Stock Plan)	05/05/2015	L	21	A	\$ 27.3619	412		D	
Common Stock (Company Stock Plan)	06/03/2015	L	21	A	\$ 27.9744	433		D	
Common Stock (Company Stock Plan)	06/15/2015	L	1	A	\$ 29.2408	434		D	
Common Stock (Company Stock Plan)	07/06/2015	L	20	A	\$ 28.1188	454		D	
Common Stock (Company Stock Plan)	08/05/2015	L	23	A	\$ 24.7611	477		D	
Common Stock (401-K Plan)	03/31/2015	<u>J</u> ⁽¹⁾	V 231	A	\$ 29.95	2,360		I	By 401-K Trust
Common Stock (401-K Plan)	08/24/2015	P	786	A	\$ 22.19	3,146		I	By 401-K Trust
Common Stock						4,813		D	
Common Stock (Dividend Reinvestment Plan)						82.004		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 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. Number of Derivative Securities Beneficially Owned (Instr. 5)
				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
Knabel Wayne L THE GORMAN-RUPP COMPANY 600 SOUTH AIRPORT ROAD MANSFIELD, OH 44903			Chief Financial Officer	

Signatures

/s/Wayne L. Knabel 08/25/2015

**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) Shares acquired under GRC 401(k) Plan.

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.