Edgar Filing: FLUOR CORP - Form 4

| FLUOR CO Form 4 March 04, 2 | 014 | | | | | | | | | | |
|--|---|----------------------|------|--|---------------------------------------|------------------------------|----------------------|---|--|----------|--|
| Check th if no lon subject t Section Form 4 o Form 5 obligatio may con <i>See</i> Instr 1(b). | Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See InstructionSTATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESNumber: Expires:Januar Expires:Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 30(h) of the Investment Company Act of 1935 or SectionForm 5 Section 1940Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 30(h) of the Investment Company Act of 1940Filed pursuant to Section 17(a) of the Public Utility Holding Company Act of 1940 | | | | | | | 3235-0287 January 31, 2005 average | | | |
| Stanski Bruce A Symbol | | | | er Name and Ticker or Trading | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| | | | | of Earliest Transaction Day/Year) 2014 | | | | Director 10% Owner X Officer (give title Other (specify below) below) Group President | | | |
| | | | | endment, Date Original nth/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City) | (State) | (Zip) | Tabl | e I - Non-E | Derivative | Secur | ities Acq | uired, Disposed of | f, or Beneficial | ly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction I (Month/Day/Ye | ear) Executio any | | Code (Instr. 8) | 4. Securi on(A) or D (Instr. 3, | ispose 4 and (A) or | d of (D) 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) | | |
| Common Stock | 02/28/2014 | | | Code V M | Amount 4,441 | (D) A | Price (<u>1)</u> | 21,547 | D | | |
| Common Stock | 02/28/2014 | | | D | 4,441 | D | \$ 77.69 | 17,106 | D | | |

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.

Edgar Filing: FLUOR CORP - Form 4

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. Transactic Code (Instr. 8) | 5. Number tionof Derivative Securities) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | f Derivative Expiration Date ecurities (Month/Day/Year) acquired A) or Disposed of D) instr. 3, 4, | | (Instr. 3 and 4) | | 8. D So (I |
|---|---|---|---|--|---|-------|--|--------------------|------------------|--|---------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Performance Rights | <u>(1)</u> | 02/28/2014 | | М | | 4,441 | (2) | (2) | Common Stock | 4,441 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|-----------------|-------|--|--|--|
| r g | Director | 10% Owner | Officer | Other | | | |
| Stanski Bruce A C/O FLUOR CORPORATION 6700 LAS COLINAS BOULEVARD IRVING, TX 75039 | | | Group President | | | | |
| Signatures | | | | | | | |
| /s/ Eric P. Helm by Power of Attorney | 03/04 | 4/2014 | | | | | |
| **Signature of Reporting Person | 1 | 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) Each performance right represents a contingent right to receive one share (or the cash equivalent of one share) of Fluor common stock.

(2) The performance rights vested in two equal annual installments on 2/28/2012 and 2/28/2014.

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.