

Knabel Wayne L
Form 5
February 10, 2010

FORM 5

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).
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
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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. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2009

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 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)
Common Stock (401-K Plan)	09/30/2009	Â	J	21 A \$ 24.91	355	I	By 401-K Trust
Common Stock (401-K Plan)	12/31/2009	Â	J	1 A \$ 27.64	356	I	By 401-K Trust
	08/10/2009	Â	L	14 A	179	D	Â

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Common Stock (Company Stock Plan)						\$ 23.8999			
Common Stock (Company Stock Plan)	09/10/2009	Â	L	14	A	\$ 24.5133	193	D	Â
Common Stock (Company Stock Plan)	10/09/2009	Â	L	14	A	\$ 23.9973	207	D	Â
Common Stock (Company Stock Plan)	11/05/2009	Â	L	13	A	\$ 24.6985	220	D	Â
Common Stock (Company Stock Plan)	12/07/2009	Â	L	13	A	\$ 25.8208	233	D	Â
Common Stock (Company Stock Plan)	12/15/2009	Â	L	1	A	\$ 27.2316	234	D	Â
Common Stock (Dividend Reinvestment Plan)	09/10/2009	Â	J	8	A	\$ 24.5133	30	D	Â
Common Stock (Dividend Reinvestment Plan)	12/15/2009	Â	J	8	A	\$ 27.2316	38	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	2,000	D	Â

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

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(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying	8. Price of Derivative Security	9. of D
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Securities (Instr. 3 and 4)	(Instr. 5)	Se
(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Bo

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

/s/Wayne L.
Knabel

02/10/2010

**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).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.