Edgar Filing: FLUOR CORP - Form 4

| FLUOR CO Form 4 | | | | | | | | | | |
|---|--|--|---|--|--|---|--|--|---|--|
| October 03 | ЛЛ | STATES | SECUI | RITIES A | AND EX | CHANGE | COMMISSIO | | PPROVAL | |
| | | | | shington | | | 001111200201 | Number: | 3235-0287 | |
| Check i if no lo subject Section Form 4 Form 5 obligati may co | to 16. or Filed pu tons Section 17. | | ection 1 Public U | SECUE 16(a) of th Itility Hol | Estimated burden hou response | urs per | | | | |
| | truction | 30(h) c | of the Ir | nvestment | : Compan | y Act of 1 | 940 | | | |
| (Print or Type | e Responses) | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> KRESA KENT | | | Symbol | er Name an R CORP [| | Trading | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) (First) (Middle) C/O FLUOR CORPORATION, 6700 LAS COLINAS BOULEVARD | | | 3. Date of Earliest Transaction (Month/Day/Year) 10/02/2013 | | | | (Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> Officer (give title <u></u> 0ther (specify below) | | | |
| (Street) | | | 4. If Amendment, Date Original Filed(Month/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 | | | | |
| IRVING, 7 | FX 75039 | | | | | | Person | | oportung | |
| (City) | (State) | (Zip) | Tab | ole I - Non-l | Derivative | Securities A | cquired, Disposed | of, or Beneficia | lly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution I any (Month/Day | Date, if | 3. Transactio Code (Instr. 8) | 4. Securiti nAcquired Disposed (Instr. 3, 4 | (A) or of (D) | 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) | |
| Reminder: R | eport on a separate lin | e for each cla | uss of sec | Code V | | (D) Price | . , | | | |
| Kenninder, K | port on a separate ini | e for each cla | | | Perso inform requir | ns who res nation cont ed to respo | spond to the colle ained in this forn ond unless the fo ntly valid OMB co | n are not rm | 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 | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number of | 6. Date Exercisable and | 7. Title and Amount of | 8 |
|-------------|-------------|---------------------|--------------------|-------------|--------------|-------------------------|------------------------|---|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transaction | orDerivative | Expiration Date | Underlying Securities | D |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) | S |

number.

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| (Instr. 3) | Price of Derivative Security | Derivative | | (Instr. 8 | , | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | | | (|
|---------------------------|------------------------------------|------------|--|-----------|---|---|-----|---------------------|--------------------|-----------------|----------------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Phantom Stock Units | <u>(1)</u> | 10/02/2013 | | А | | 64.7099 | | (2) | (2) | Common Stock | 64.7099 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| KRESA KENT C/O FLUOR CORPORATION 6700 LAS COLINAS BOULEVARD IRVING, TX 75039 | Х | | | | | | |
| Signatures | | | | | | | |
| /s/ Eric P. Helm by Power of Attorney | 10/02 | 3/2013 | | | | | |
| **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) Each phantom stock unit is the economic equivalent of one share of Fluor common stock.

These phantom units were acquired under the Fluor Corporation 409A Deferred Directors' Fees program (the "Program") through the crediting of dividends and are to be settled in cash. Distributions will be made, at the election of the reporting person, either (i) in the

(2) distribution year specified by the reporting person or (ii) upon the reporting person's termination of service as a director, death or disability, in a single lump sum payment or annual installment payments over a period of two to ten years. The reporting person may transfer the phantom units into an alternative investment at any time. However, unvested units granted as matching contributions under the Program shall be forfeited by the reporting person to the extent attributable to the transferred units.

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.