Edgar Filing: FLUOR CORP - Form 4

FLUOR COF	RP										
Form 4											
February 25,	2014										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMIS										PPROVAL	
		FIES AND EXCHANGE COMMISSION ington, D.C. 20549				OMB Number:	3235-0287				
Check this if no long	or								Expires:	January 31, 2005	
subject to STATEMENT OF C						CIAI	LOW	NERSHIP OF	Estimated a		
					SECURITIES				burden hou	rs per	
Form 4 or Form 5	Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							response			
obligation	¹⁸ Section 1						-	f 1935 or Section	n		
may conti <i>See</i> Instru 1(b).	nue.		of the Inv	-							
(Print or Type R	esponses)										
1. Name and A Seaton David	2. Issuer Name and Ticker or Trading Symbol				3	5. Relationship of Reporting Person(s) to Issuer					
	FLUOR	CORP [F	FLR]			(Check all applicable)					
(Last) (First) (Middle) 3.				3. Date of Earliest Transaction							
	(Month/Day/Year)					X_ Director 10% Owner X_ Officer (give title Other (specify					
C/O FLUOR LAS COLIN	02/21/2014					below)	below)	below)			
			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
			Filed(Mon	th/Day/Year))			Applicable Line)			
IRVING, TX	X 75039							_X_ Form filed by 0 Form filed by M Person			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecurit	ies Acc	quired, Disposed of	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye	ar) Executio any			on(A) or Dis (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)		
C				Code V	Amount	(D)	Price	(mout 5 and 4)			
Common Stock	02/21/2014			А	35,007 (1)	А	\$0	208,870	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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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)	Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) ((D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (right to buy)	\$ 79.19	02/21/2014		А	120,333		(2)	02/21/2024	Common Stock	120,33

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Seaton David Thomas C/O FLUOR CORPORATION 6700 LAS COLINAS BOULEVARD IRVING, TX 75039	Х		Chairman and CEO				
Signatures							
/s/ Eric P. Helm by Power of Attorney	02/25	5/2014					
**Signature of Reporting Person	I	Date					
Explanation of Deene							

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) Granted as restricted stock units which vest in three equal annual installments beginning on 3/6/2015.
- (2) The options vest in three equal annual installments beginning 3/6/2015.

Remarks:

On February 7, 2014, the Reporting Person filed a Form 4 that incorrectly stated the vesting date for the performance units as 2 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.