Edgar Filing: FLUOR CORP - Form 4

FLUOR CORP Form 4										
November 02, 20)05									
FORM 4	L								PPROVAL	
	UNITED	STATES		RITIES A shington			E COMMISSIO	N OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or		NGES IN SECUI	Estimated burden hou response	Expires:January 31, 2005Estimated averageburden hours per response0.5						
Form 5 obligations may continue. <i>See</i> Instruction 1(b).	Section 17(a) of the I	Public U	tility Hol	ding Co		nge Act of 1934, t of 1935 or Secti 1940			
(Print or Type Respo	onses)									
1. Name and Address of Reporting Person <u>*</u> KRESA KENT			Symbol	er Name an R CORP		r Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (Middle)	3. Date c	of Earliest T	ransaction		(Ch	eck all applicabl	e)	
C/O FLUOR CO ENTERPRISE I		DN, ONE		Day/Year) 2005			X Director Officer (giv below)		% Owner her (specify	
	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)			al	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 					
ALISO VIEJO,	CA 92656						Person	whole than one R	epotting	
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
	ansaction Date nth/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8) Code V	4. Securi nAcquired Disposed (Instr. 3, Amount	(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)	Indirect	
Reminder: Report of	n a separate line	e for each cl	ass of seci	urities bene	ficially ow	ned directly	or indirectly			
report of					Perso infor requi	ons who re nation con red to resp ays a curre	spond to the collection tained in this form 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	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orDerivative	Expiration Date	Underlying Securities	
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	1

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(Instr. 3)	Price of Derivative Security	vative		(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				D	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom stock units	<u>(1)</u>	11/01/2005		A		39.0503		(2)	(2)	Common Stock	39.0503

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
KRESA KENT C/O FLUOR CORPORATION ONE ENTERPRISE DRIVE ALISO VIEJO, CA 92656	Х							
Signatures								
/s/ Lawrence N. Fisher by Power Attorney	r of	11.	/02/2005					
**C' (D (' D			D.					

<u>**</u>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) Phantom stock issuable on a one-to-one basis.

These phantom units were acquired under the Fluor Corporation Deferred Directors' Fees Program and are to be settled in cash upon the reporting person's termination of service as a director, death or disability in a single lump sum payment or annual installment payments

(2) reporting person's termination of service as a director, death of disability in a single famp sum payment of annual instantient payments over a period of two to twenty years. Units are immediately exercisable because they may be transferred into an alternative investment. However, up to 7.8 shares would be forfeited upon such transfer prior to January 1, 2010.

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.