

BOECKMANN ALAN L
Form 4
April 21, 2008

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BOECKMANN ALAN L

2. Issuer Name and Ticker or Trading Symbol
FLUOR CORP [FLR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
04/17/2008

Director 10% Owner
 Officer (give title below) Other (specify below)

C/O FLUOR CORPORATION, 6700 LAS COLINAS BOULEVARD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

Chairman and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

IRVING, TX 75039

(City) (State) (Zip)

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 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)
			Code	V	Amount (A) or (D) Price		
Common stock (1) (2)	04/17/2008		S		100 D \$ 155.04	302,259	D
Common stock	04/17/2008		S		100 D \$ 155.08	302,159	D
Common stock	04/17/2008		S		200 D \$ 155.02	301,959	D
Common stock	04/17/2008		S		100 D \$ 155	301,859	D
Common stock	04/17/2008		S		100 D \$ 156.89	301,759	D

Edgar Filing: BOECKMANN ALAN L - Form 4

Common stock	04/17/2008		S	100	D	\$ 156.42	301,659	D	
Common stock	04/17/2008		S	100	D	\$ 155.41	301,559	D	
Common stock	04/17/2008		S	100	D	\$ 155.44	301,459	D	
Common stock	04/17/2008		S	100	D	\$ 154.42	301,359	D	
Common stock	04/17/2008		S	100	D	\$ 154.47	301,259	D	
Common stock	04/17/2008		S	100	D	\$ 154.41	301,159	D	
Common stock	04/17/2008		S	100	D	\$ 155.49	301,059	D	
Common stock	04/17/2008		S	100	D	\$ 156.46	300,959	D	
Common stock	04/17/2008		S	100	D	\$ 155.34	300,859	D	
Common stock	04/17/2008		S	100	D	\$ 155.38	300,759	D	
Common stock	04/17/2008		S	100	D	\$ 156.32	300,659	D	
Common stock	04/17/2008		S	100	D	\$ 155.5	300,559	D	
Common stock	04/17/2008		S	100	D	\$ 155.53	300,459	D	
Common stock	04/17/2008		S	100	D	\$ 156.5	300,359	D	
Common stock							2,627.771	I	401(k) plan

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.

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
--	------------------------------------	--------------------------------------	--	--------------------------------	-------------------------	--	--	--	------------------------

Derivative Security

Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)

(Instr. 3 and 4)

Owned Followed Report Transactions (Instr. 3 and 4)

Code V (A) (D) Date Exercisable Expiration Date Title Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BOECKMANN ALAN L
C/O FLUOR CORPORATION
6700 LAS COLINAS BOULEVARD
IRVING, TX 75039

X

Chairman and CEO

Signatures

/s/ Eric P. Helm by Power of Attorney

04/21/2008

_____*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) This Form 4 is the second of two Form 4's being filed to reflect transactions which occurred on 04/17/2008.

(2) The sales reported on this Form 4 were effected pursuant to a trading plan adopted on 3/11/2008 that is intended to comply with Rule 10b5-1(c).

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.