

FLUOR CORP  
Form 4  
June 25, 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**

(Last) (First) (Middle)

**C/O FLUOR CORPORATION, 6700  
LAS COLINAS BOULEVARD**

(Street)

**IRVING, TX 75039**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**06/24/2008**

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)  
**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

**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)
				(A) or (D)	Price		
Common Stock (1) (2)	06/24/2008		S	D	\$ 193.26	D	
Common Stock	06/24/2008		S	D	\$ 191.28	D	
Common Stock	06/24/2008		S	D	\$ 194.5	D	
Common Stock	06/24/2008		S	D	\$ 193.55	D	
Common Stock	06/24/2008		S	D	\$ 194.57	D	

Edgar Filing: FLUOR CORP - Form 4

Common Stock	06/24/2008	S	100	D	\$ 193.58	261,659	D	
Common Stock	06/24/2008	S	100	D	\$ 193.51	261,559	D	
Common Stock	06/24/2008	S	100	D	\$ 192.5	261,459	D	
Common Stock	06/24/2008	S	100	D	\$ 193.47	261,359	D	
Common Stock	06/24/2008	S	100	D	\$ 193.46	261,259	D	
Common Stock	06/24/2008	S	100	D	\$ 193.42	261,159	D	
Common Stock	06/24/2008	S	100	D	\$ 193.44	261,059	D	
Common Stock	06/24/2008	S	100	D	\$ 192.41	260,959	D	
Common Stock	06/24/2008	S	100	D	\$ 193.67	260,859	D	
Common Stock	06/24/2008	S	100	D	\$ 194.64	260,759	D	
Common Stock	06/24/2008	S	100	D	\$ 194.39	260,659	D	
Common Stock	06/24/2008	S	100	D	\$ 194.35	260,559	D	
Common Stock	06/24/2008	S	100	D	\$ 194.36	260,459	D	
Common Stock	06/24/2008	S	100	D	\$ 192.34	260,359	D	
Common Stock						2,586.019	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. Number of Derivative Securities Beneficially Owned
--	------------------------------------	--------------------------------------	--	--------------------------------	-------------------------	--	--	--	---

Derivative  
Security

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

(Instr. 3 and 4)

Own  
Follo  
Repo  
Trans  
(Instr

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

06/25/2008

\_\_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) 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).
- (2) This Form 4 is the second of two Form 4's being filed to reflect transactions which occurred on 6/24/2008.

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.