

Knabel Wayne L
Form 4
December 10, 2010

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Knabel Wayne L

(Last) (First) (Middle)

THE GORMAN-RUPP
COMPANY, 600 SOUTH AIRPORT
ROAD

(Street)

MANSFIELD, OH 44903

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
GORMAN RUPP CO [GRC]

3. Date of Earliest Transaction
(Month/Day/Year)
01/07/2010

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chief Financial Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
Common Stock	07/20/2010		J	V 53 ⁽¹⁾ A \$ 26.24	2,053	D	
Common Stock (401-K Plan)	03/31/2010		J	V 154 A \$ 26.62	510	I	By 401-K Trust
Common Stock (401-K Plan)	06/30/2010		J	V 42 A \$ 25.05	552	I	By 401-K Trust
Common Stock (401-K	09/30/2010		J	V 2 A \$ 27.56	554	I	By 401-K

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Plan)							Trust
Common Stock (Company Stock Plan)	01/07/2010	L	V	12	A	\$ 28.6946	246 D
Common Stock (Company Stock Plan)	02/08/2010	L	V	14	A	\$ 24.4341	260 D
Common Stock (Company Stock Plan)	03/03/2010	L	V	14	A	\$ 23.4031	274 D
Common Stock (Company Stock Plan)	03/15/2010	L	V	1	A	\$ 25.7412	275 D
Common Stock (Company Stock Plan)	04/01/2010	L	V	21	A	\$ 26.6994	296 D
Common Stock (Company Stock Plan)	05/04/2010	L	V	19	A	\$ 28.4926	315 D
Common Stock (Company Stock Plan)	06/02/2010	L	V	19	A	\$ 29.0533	334 D
Common Stock (Company Stock Plan)	06/15/2010	L	V	1	A	\$ 27.2911	335 D
Common Stock (Company Stock Plan)	07/02/2010	L	V	21	A	\$ 25.6855	356 D
Common Stock (Company Stock Plan)	08/03/2010	L	V	18	A	\$ 30.5545	374 D
Common Stock (Company Stock Plan)	09/02/2010	L	V	22	A	\$ 25.5724	396 D

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Common Stock (Company Stock Plan)	09/15/2010	L	V	1	A	\$ 27.734	397	D
Common Stock (Company Stock Plan)	10/04/2010	L	V	20	A	\$ 27.6014	417	D
Common Stock (Company Stock Plan)	11/02/2010	L	V	19	A	\$ 28.6853	436	D
Common Stock (Dividend Reinvestment Plan)	03/15/2010	J	V	8	A	\$ 25.7412	46	D
Common Stock (Dividend Reinvestment Plan)	06/15/2010	J	V	8	A	\$ 27.2911	54	D
Common Stock (Dividend Reinvestment Plan)	07/20/2010	J	V	53 ⁽¹⁾	D	\$ 26.24	1	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)		Title		

Date Exercisable	Expiration Date	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Knabel Wayne L THE GORMAN-RUPP COMPANY 600 SOUTH AIRPORT ROAD MANSFIELD, OH 44903			Chief Financial Officer	

Signatures

/s/Wayne L.
Knabel

12/10/2010

**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) Shares transferred from the Dividend Reinvestment Plan to common stock holdings.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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