## Edgar Filing: KRESA KENT - Form 4

KRESA KENT Form 4 May 10, 2010UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue, <i>Ee</i> Instruction (b).STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESFiled 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 (company Act of 1940)							OMB APPROVAL OMB 3235-0287 Number: January 31, 2005 Estimated average burden hours per response 0.5			
(Print or Type I	Responses)									
KRESA KENT Syn			2. Issuer Name <b>and</b> Ticker or Trading Symbol FLUOR CORP [FLR]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Mo			3. Date of Earliest Transaction (Month/Day/Year) 05/06/2010				X_ Director 10% Owner Officer (give title Other (specify below) below)			
Filed(			If Amendment, Date Original ed(Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
IRVING, T	X 75039						Person		porting	
(City)	(State) (	Zip)	Table I - Non-	Derivative	Secur	rities Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date any (Month/Day/Ye	Code ar) (Instr. 8)	4. Securi ion(A) or D (Instr. 3,	ispose 4 and (A) or	ed 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 Beneficial	
Common Stock	05/06/2010		А	1,097	А	\$ 0	13,432	D		
Common Stock	05/07/2010		М	1,334	А	<u>(1)</u>	14,766	D		
Common Stock	05/07/2010		D	1,334	D	\$ 45.95	13,432	D		

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

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#### number.

# 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. Transacti Code (Instr. 8)	onof Ex		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 or Number of Shares
Restricted stock units	<u>(1)</u>	05/06/2010		А	731		05/07/2011	05/07/2011	Common stock	731
Restricted stock units	<u>(1)</u>	05/07/2010		М		220	(2)	(2)	Common stock	220
Restricted stock units	<u>(1)</u>	05/07/2010		М		128	(3)	(3)	Common Stock	128
Restricted stock units	(1)	05/07/2010		М		124	<u>(4)</u>	(4)	Common Stock	124
Restricted stock units	(1)	05/07/2010		М		862	05/07/2010	05/07/2010	Common Stock	862

# **Reporting Owners**

Relationships						
Director	10% Owner	Owner Officer	Other			
Х						
05/10	0/2010					
1	Date					
	X 05/10	Director 10% Owner	Director 10% Owner Officer X 05/10/2010			

# **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).

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- (1) Each restricted stock unit represents a contingent right to receive the cash value of one share of Fluor common stock.
- (2) The restricted stock units vest in five equal annual installments beginning on May 7, 2006.
- (3) The restricted stock units vest in five equal annual installments beginning on May 7, 2007.
- (4) The restricted stock units vest in five equal annual installments beginning on May 7, 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.