

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**OMB APPROVAL**

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>MCNEAL CHERYL D</u> <hr/> (Last) (First) (Middle) <u>5215 N. O'CONNOR BLVD.</u> <u>SUITE 2300</u> <hr/> (Street) <u>IRVING TX 75039</u> <hr/> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>FLOWERVE CORP [ FLS ]</u>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Vice Presiden-Human Resources</u>
			3. Date of Earliest Transaction (Month/Day/Year) <u>02/16/2005</u>		
			4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock (\$1.25 par value per share)								1,829	D	
Common Stock (\$1.25 par value per share)								8,480	I	See Footnote <sup>(1)</sup>
Common Stock (\$1.25 par value per share)								10,977	I	See Footnote <sup>(2)</sup>

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Common Stock (\$1.25 par value per share)	\$26.5						10/23/1997	10/23/2006	Common Stock	2,500		2,500	D	
Stock Option (right-to-buy)	\$30						10/23/1998	10/23/2007	Common Stock	7,500		7,500	D	
Stock Option (right-to-buy)	\$18.5						11/02/1999	11/02/2008	Common Stock	473		473	D	
Stock Option (right-to-buy)	\$19.13						07/21/2000	07/21/2009	Common Stock	7,500		7,500	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Common Stock (\$1.25 par value per share)	(3)							(4)	(5)	Common Stock	3,750		3,750	D	
Stock Option (right-to-buy)	\$17.81							08/22/2001	08/22/2010	Common Stock	7,800		7,800	D	
Stock Option (right-to-buy)	\$27.12							07/18/2002 <sup>(6)</sup>	07/18/2011	Common Stock	8,000		8,000	D	
Stock Option (right-to-buy)	\$24.84							07/17/2003 <sup>(7)</sup>	07/17/2012	Common Stock	8,000		8,000	D	
Stock Option (right-to-buy)	\$19.15							07/17/2004 <sup>(8)</sup>	07/17/2013	Common Stock	8,000		8,000	D	
Restricted Common Stock (\$1.25 par value per share)	\$0 <sup>(3)</sup>							(9)	(10)	Common Stock	4,000		4,000	D	
Stock Option (right-to-buy)	\$22.9							(11)	07/15/2014	Common Stock	7,000		7,000	D	
Restricted Common Stock (\$1.25 par value per share)	\$0 <sup>(3)</sup>	02/16/2005		A		4,000		(12)	(5)	Common Stock	4,000	(3)	4,000	D	
Stock Option (right-to-buy)	\$24.9	02/16/2005		A		7,000		(13)	02/16/2005	Common Stock	7,000	\$24.9	7,000	D	

**Explanation of Responses:**

- Beneficial interest in Flowserve Corporation Retirement Savings Plan 401(k).
- Beneficial interest in Flowserve Corporation Deferred Compensation Plan held in Rabbi Trust.
- The shares of Restricted Common Stock shall be valued at the fair market value upon each vesting date. A conversion or exercise price is not applicable.
- The shares of Restricted Common Stock vest on July 21, 2009, if the reporting person is still employed with issuer on such date.
- The lapse of the restrictions on the shares of Restricted Common Stock is contingent upon continued employment with the Issuer. An expiration date is not applicable.
- All option shares are vested and exercisable.
- The option vests in three (3) equal annual installments commencing July 17, 2003.
- The option vests in three (3) equal annual installments commencing on July 17, 2004.
- One-third of the shares of Restricted Common Stock vest on July 15, 2005, the remaining thirds vest on July 15, 2006 and July 15, 2007, respectively.
- Vesting of the shares of Restricted common Stock is contingent upon continued employment with the issuer. An expiration date is not applicable.
- The option shares vest in three (3) equal annual installments commencing July 15, 2005, and then on July 15, 2006 and July 15, 2007, respectively.
- One third of the shares of Restricted Common Stock vests on February 16, 2006 and the remaining thirds vests on February 16, 2007 and February 16, 2008, respectively.
- The option shares vest and become exercisable in three (3) equal annual installments commencing on February 16, 2006, February 16, 2007 and February 16, 2008, respectively.

/s/ Ronald F. Shuff, by power of attorney 02/18/2005

\*\* Signature of Reporting Person      Date

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

\* 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).**

**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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