SEC Form 4

FORM 4

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

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person[*]	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
JACKO JOHN H	FLOWSERVE CORP [FLS]	Director — 10% Owner — X Officer (give title below) — Other (specify below)
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/17/2004	VP, Marketing & Comm.
5215 N. O'CONNOR BLVD., SUITE 2300		
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
IRVING TX 75039		X Form filed by One Reporting Person — Form filed by More than One Reporting Person
(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 ($1.25 par value per share)	06/17/2004		A		750	A	$23.02	10,750[(1)]	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				
Stock Option (right-to-buy)	$24.84							[(2)]	07/17/2012	Common Stock	3,000		3,000	D	
Stock Option (right-to-buy)	$19.15							[(3)]	07/17/2013	Common Stock	7,500		7,500	D	

Explanation of Responses:

1. Amount reported includes 2,500 shares of restricted stock awarded under Issuer's 1998 Restricted Stock Plan and 7,500 Restricted Stock Units awarded under the Issuer's 2002 Restricted Stock Plan.

2. 1,000 option shares vested and became exercisable on on July 17, 2004, and the remaining 2,000 option shares vest and become exercisable in an equal amount on July 17, 2005 and July 17, 2006, respectively.

3. Option shares vest in three (3) equal annual installments on July 17, 2004, July 17, 2005 and July 17, 2006, respectively.

Remarks:

This Amended Form 4 is filed to correctly state the reporting person's aggregate amount of securities beneficially owned following the reported transactions on July 17, 2003.

/s/ Ronald F. Shuff, by power of attorney — 06/18/2004

** Signature of Reporting Person — Date