

LAKE PETER B  
Form 5  
February 14, 2013

**FORM 5**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
LAKE PETER B

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2012

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

4872 S. HARBOR DRIVE, UNIT 401

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

VERO BEACH, FL 32967

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 at end of Issuer's Fiscal Year (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	05/07/2012	^	G	2,000 D \$ 28.715	19,459 <sup>(1)</sup>	D	^
Common Stock	07/02/2012	^	J4 <sup>(2)</sup>	1,000 A \$ 29.75	20,459 <sup>(3)</sup>	D	^
Common Stock (Dividend Reinvestment)	03/14/2012	^	J <sup>(4)</sup>	27 A \$ 29.774	3,255	D	^

Plan) Common Stock (Dividend Reinvestment Plan)	06/13/2012	Â	J <sup>(4)</sup>	32	A	\$ 28,341	3,287	D	Â
Common Stock (Dividend Reinvestment Plan)	09/13/2012	Â	J <sup>(4)</sup>	36	A	\$ 27,633	3,323	D	Â
Common Stock (Dividend Reinvestment Plan)	12/13/2012	Â	J <sup>(4)</sup>	35	A	\$ 28,526	3,358	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	4,758	I	By spouse

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. of D Se B O E Is Fi (I
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LAKE PETER B 4872 S. HARBOR DRIVE	Â X	Â	Â	Â

UNIT 401  
VERO BEACH, FL 32967

## Signatures

Peter B. Lake BY: /s/David P. Emmens  
Attorney-in-Fact

02/14/2013

\_\_\_\_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) Includes 15,375 shares acquired through an exempt non-employee Directors' Compensation Plan.
- (2) Shares acquired through an exempt non-employee Directors' Compensation Plan.
- (3) Includes 16,375 shares acquired through an exempt non-employee Directors' Compensation Plan.
- (4) Shares acquired through dividend reinvestment.

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