

OConnor Carey

Form 3

November 19, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*

OConnor Carey

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

11/16/2012

3. Issuer Name and Ticker or Trading Symbol  
FLOWERVE CORP [FLS]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer ☐ Other  
(give title below) (specify below)  
SVP, Secretary and GC

6. Individual or Joint/Group Filing(Check Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting Person

5215 N. O'CONNOR BLVD, SUITE 2300

(Street)

IRVING, TX 75039

(City)

(State)

(Zip)

**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities Beneficially Owned  
(Instr. 4)3. Ownership Form:  
Direct (D)  
or Indirect (I)  
(Instr. 5)4. Nature of Indirect Beneficial Ownership  
(Instr. 5)Common Stock (\$1.25 par value per share) 10,168 <sup>(1)</sup>

D

A

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and Expiration Date  
(Month/Day/Year)3. Title and Amount of Securities Underlying Derivative Security  
(Instr. 4)  
Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:  
Direct (D)6. Nature of Indirect Beneficial Ownership  
(Instr. 5)

## Edgar Filing: OConnor Carey - Form 3

|                    | Date<br>Exercisable | Expiration<br>Date |                 | Amount or<br>Number of<br>Shares |        | or Indirect<br>(I)<br>(Instr. 5) |   |
|--------------------|---------------------|--------------------|-----------------|----------------------------------|--------|----------------------------------|---|
| Performance Rights | Â (2)               | 12/31/2012         | Common<br>Stock | 620                              | \$ (2) | D                                | Â |
| Performance Rights | Â (3)               | 12/31/2013         | Common<br>Stock | 530                              | \$ (3) | D                                | Â |
| Performance Rights | Â (4)               | 12/31/2014         | Common<br>Stock | 960                              | \$ (4) | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| OConnor Carey<br>5215 N. O'CONNOR BLVD<br>SUITE 2300<br>IRVING, TX 75039 | Â             | Â         | Â SVP, Secretary and GC | Â     |

## Signatures

/s/ Luke E. Alverson,  
attorney-in-fact

11/19/2012

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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 1,545 shares of restricted common stock granted to the reporting person pursuant to the issuer's long term incentive compensation plan for employees, granted on February 18, 2010, February 10, 2011 and February 7, 2012. The shares vest ratably over a three-year period on each annual anniversary of the grant. Also includes 500 shares of restricted common stock granted to the reporting person on May 19, 2011, and 1,000 shares of restricted common stock granted on November 15, 2012, each of which cliff vest on the third annual anniversary of the respective grant date.

(2) Each performance right represents a contingent right to receive one share of the issuer's common stock at vesting. The performance rights vest at a rate between 0% and 200% based on the issuer's average return on net assets ("RONA") during a three-year performance cycle beginning on January 1, 2010 and ending on December 31, 2012 in comparison to the RONA averages of a predetermined peer group over the same performance cycle. The performance rights may be settled, at the issuer's discretion, in cash or shares of common stock.

(3) Each performance right represents a contingent right to receive one share of the issuer's common stock at vesting. The performance rights vest at a rate between 0% and 200% based on the issuer's average return on net assets ("RONA") during a three-year performance cycle beginning on January 1, 2011 and ending on December 31, 2013 in comparison to the RONA averages of a predetermined peer group over the same performance cycle. The performance rights may be settled, at the issuer's discretion, in cash or shares of common stock.

(4) Each performance right represents a contingent right to receive one share of the issuer's common stock at vesting. The performance rights vest at a rate between 0% and 200% based on the issuer's average return on net assets ("RONA") during a three-year performance cycle beginning on January 1, 2012 and ending on December 31, 2014 in comparison to the RONA averages of a predetermined peer group over the same performance cycle. The performance rights may be settled, at the issuer's discretion, in cash or shares of common stock.

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.