

Chopra Robin K
 Form 4
 May 31, 2018

FORM 4

**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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Chopra Robin K

2. Issuer Name and Ticker or Trading Symbol
 FLUOR CORP [FLR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 04/04/2016

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

Sr Vice President & Controller

C/O FLUOR CORPORATION, 6700 LAS COLINAS BLVD

(Street)

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

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

IRVING, TX 75039

(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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

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SEC 1474 (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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V				
Dividend Equivalent Rights	<u>(1)</u>	03/06/2018	M		158	03/06/2018	<u>(1)</u>	Common Stock	158
Dividend Equivalent Rights	<u>(1)</u>	04/04/2016	A	58.753		03/06/2018	<u>(1)</u>	Common Stock	58.753
Dividend Equivalent Rights	<u>(1)</u>	07/05/2016	A	11.507		03/06/2018	<u>(1)</u>	Common Stock	11.507
Dividend Equivalent Rights	<u>(1)</u>	10/04/2016	A	11.637		03/06/2018	<u>(1)</u>	Common Stock	11.637
Dividend Equivalent Rights	<u>(1)</u>	01/04/2017	A	11.399		03/06/2018	<u>(1)</u>	Common Stock	11.399
Dividend Equivalent Rights	<u>(1)</u>	04/04/2017	A	10.99		03/06/2018	<u>(1)</u>	Common Stock	10.99
Dividend Equivalent Rights	<u>(1)</u>	07/05/2017	A	13.474		03/06/2018	<u>(1)</u>	Common Stock	13.474
Dividend Equivalent Rights	<u>(1)</u>	10/03/2017	A	16.081		03/06/2018	<u>(1)</u>	Common Stock	16.081
Dividend Equivalent Rights	<u>(1)</u>	01/03/2018	A	12.691		03/06/2018	<u>(1)</u>	Common Stock	12.691
Dividend Equivalent Rights	<u>(1)</u>	03/06/2018	A	11.165		03/06/2018	<u>(1)</u>	Common Stock	11.165

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chopra Robin K C/O FLUOR CORPORATION			Sr Vice President & Controller	

6700 LAS COLINAS BLVD
IRVING, TX 75039

Signatures

/s/ Eric P. Helm by Power of
Attorney

05/31/2018

__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).

The dividend equivalent rights accrued in respect of performance rights (for which the performance rating was determined on February 3, (1) 2016) when and as quarterly dividends were paid on Fluor common stock. Each dividend equivalent right represents a contingent right to receive one share of Fluor 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.