

GORMAN JAMES CARVELL
Form SC 13G/A
February 17, 2009

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13G
Under the Securities Exchange Act of 1934
(Amendment No. 23)
THE GORMAN-RUPP COMPANY
(Name of Issuer)
COMMON SHARES, WITHOUT PAR VALUE
(Title of Class of Securities)
38 3082 10 4
(CUSIP Number)
DECEMBER 31, 2008
(Date of Event Which Requires Filing of this Statement)**

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

CUSIP No. 38 3082 10 4

13G

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1 NAME OF REPORTING PERSON
S.S. or I.R.S. Identification No. of Above Person

JAMES C. GORMAN

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

- (a)
- (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OR ORGANIZATION

UNITED STATES (State of Ohio)

5 SOLE VOTING POWER

NUMBER OF 653,177

6 SHARES BENEFICIALLY OWNED BY 672,003
SHARED VOTING POWER

7 EACH REPORTING PERSON 653,177
SOLE DISPOSITIVE POWER

8 WITH 672,003
SHARED DISPOSITIVE POWER

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,325,180

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

7.93 %

12 TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IN

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 23)

Item 1 (a) Name of Issuer:

THE GORMAN-RUPP COMPANY

Item 1 (b) Address of Issuer's Principal Executive Office:

305 BOWMAN STREET, MANSFIELD, OHIO 44903

Item 2 (a) Name of Person Filing:

JAMES C. GORMAN

Item 2 (b) Address or Principal Business Office or, if none, Residence:

305 BOWMAN STREET, MANSFIELD, OHIO 44903

Item 2 (c) Citizenship:

UNITED STATES (State of Ohio)

Item 2 (d) Title of Class of Securities:

COMMON SHARES, WITHOUT PAR VALUE

Item 2 (e) CUSIP Number:

38 3082 10 4

Item 3. Status of Person Filing.

Not Applicable.

Item 4. Ownership.

(a) Amount Beneficially Owned: 1,325,180

(b) Percent of Class: 7.93%

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote 653,177

(ii) shared power to vote or to direct the vote 672,003

(iii) sole power to dispose or to direct the disposition of 653,177

(iv) shared power to dispose or to direct the disposition of 672,003

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Item 5. Ownership of Five Percent or Less of a Class.

Not Applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable p

Response to this Item is contained on the separate sheet(s) attached hereto

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not Applicable.

Item 8. Identification and Classification of Members of the Group.

Not Applicable.

Item 9. Notice of Dissolution of Group.

Not Applicable.

Item 10. Certification.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 17, 2009

Date

/s/ James C. Gorman

Signature

James C. Gorman, Chairman

Name/Title

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