

Registration No. 333-52992
Registration No. 333-63862
Registration No. 333-67000
Registration No. 333-105308
Registration No. 333-115080
Registration No. 333-150857
Registration No. 333-195613

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

Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-52992
Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-63862
Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-67000
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Post-Effective Amendment No. 1 to Form S-8 Registration Statement No. 333-150857
Post-Effective Amendment No. 2 to Form S-8 Registration Statement No. 333-195613

UNDER THE SECURITIES ACT OF 1933

FLUOR CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

**6700 LAS COLINAS BOULEVARD
IRVING, TEXAS 75039**
(Address of Principal Executive Offices Including Zip Code)

33-0927079
(I.R.S. Employer
Identification No.)

**Fluor Corporation 2000 Executive Performance Incentive Plan
Fluor Corporation 2000 Restricted Stock Plan for Non-Employee Directors
Fluor Corporation Employees' Performance Plan
2001 Key Employee Performance Incentive Plan
Fluor Corporation 2003 Executive Performance Incentive Plan
Fluor Corporation 2000 Restricted Stock Plan for Non-Employee Directors
Fluor Corporation 2008 Executive Performance Incentive Plan
Fluor Corporation 2014 Restricted Stock Plan for Non-Employee Directors**
(Full title of the plan)

John R. Reynolds
Executive Vice President,
Chief Legal Officer and Secretary
Fluor Corporation
6700 Las Colinas Boulevard
Irving, Texas 75039
(Name and address of agent for service)

(469) 398-7000
(Telephone number, including area code, of agent for service)

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer x
Non-accelerated filer o

Accelerated filer o
Smaller reporting company o
Emerging growth company o

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 7(a)(2)(B) of the Securities Act.

DEREGISTRATION OF SECURITIES

Fluor Corporation (“Fluor”) registered shares of its common stock, par value \$0.01 per share (the “Common Stock”), under the following Registration Statements on Form S-8:

- Registration No. 333-52992;
- Registration No. 333-63862;
- Registration No. 333-67000;
- Registration No. 333-105308;
- Registration No. 333-115080;
- Registration No. 333-150857; and
- Registration No. 333-195613.

Fluor has terminated all offerings of its Common Stock pursuant to the foregoing Registration Statements and accordingly this Post-Effective Amendment is being filed to deregister the remaining shares of Common Stock that have not yet been sold pursuant to the foregoing Registration Statements. The Registration Statements are hereby amended, as appropriate, to reflect the deregistration of such securities.

Part II

Information Required in the Registration Statement

Item 8. Exhibits.

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|--|
| 24.1 | <u>Power of Attorney, incorporated by reference to Exhibit 24.1 to the Registrant’s Registration Statement on Form S-8, filed on November 5, 2021.</u> |

Signatures

Pursuant to the requirements of the Securities Act of 1933, as amended, Fluor certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment to the Registration Statements to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Irving, State of Texas, on November 5, 2021.

FLUOR CORPORATION

By: /s/ John R. Reynolds
John R. Reynolds
Executive Vice President,
Chief Legal Officer and Secretary

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment to the Registration Statements has been signed by the following persons in the capacities and on the dates indicated.

| <u>Signature</u> | <u>Title</u> | <u>Date</u> |
|--|--|------------------|
| <u>*</u> David E. Constable | Chief Executive Officer, Director (Principal Executive Officer) | November 5, 2021 |
| <u>*</u> Joseph L. Brennan | Executive Vice President, Chief Financial Officer (Principal Financial Officer) | November 5, 2021 |
| <u>*</u> John C. Regan | Executive Vice President, Controller and Chief Accounting Officer (Principal Accounting Officer) | November 5, 2021 |
| <u>*</u> Alan L. Boeckmann | Executive Chairman | November 5, 2021 |
| <u>*</u> Alan M. Bennett | Director | November 5, 2021 |
| <u>*</u> Rosemary T. Berkery | Director | November 5, 2021 |
| <u>*</u> H. Paulett Eberhart | Director | November 5, 2021 |
| <u>*</u> James T. Hackett | Director | November 5, 2021 |
| <u>*</u> Thomas C. Leppert | Director | November 5, 2021 |

| <u>Signature</u> | <u>Title</u> | <u>Date</u> |
|--------------------------------|--------------|------------------|
| * <u>Teri P. McClure</u> | Director | November 5, 2021 |
| * <u>Armando J. Olivera</u> | Director | November 5, 2021 |
| * <u>Matthew K. Rose</u> | Director | November 5, 2021 |

* The undersigned, by signing his name hereto, does hereby sign and execute this Post-Effective Amendment pursuant to the powers of attorney executed by the above-named directors and officers of the Registrant which have been filed with the Securities and Exchange Commission.

By: /s/ John R. Reynolds
John R. Reynolds
Attorney-in-Fact
November 5, 2021