

FLOW INTERNATIONAL CORP
Form 4
April 13, 2006

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 *
LEBLANC RICHARD ANTHONY

2. Issuer Name and Ticker or Trading Symbol
FLOW INTERNATIONAL CORP [FLOW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
04/06/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive VP, Sales & Mktg

23500 64TH AVENUE SOUTH

(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

KENT, WA 98032

(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	04/06/2006		M		20,274 A \$ 8.87	74,875	D
Common Stock	04/06/2006		M		10,000 A \$ 9.31	84,875	D
Common Stock	04/06/2006		M		100 A \$ 10.13	84,975	D
Common Stock	04/06/2006		M		626 A \$ 9.62	85,601	D
Common Stock	04/06/2006		M		5,000 A \$ 9.75	90,601	D

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Common Stock	04/06/2006	M	15,000	A	\$ 8.76	105,601	D
Common Stock	04/06/2006	S	2,000	D	\$ 12.65	103,601	D
Common Stock	04/06/2006	S	4,600	D	\$ 12.93	99,001	D
Common Stock	04/06/2006	S	4,000	D	\$ 12.94	95,001	D
Common Stock	04/06/2006	S	3,585	D	\$ 12.76	91,416	D
Common Stock	04/06/2006	S	1,000	D	\$ 12.66	90,416	D
Common Stock	04/06/2006	S	2,000	D	\$ 12.67	88,416	D
Common Stock	04/06/2006	S	2,000	D	\$ 12.69	86,416	D
Common Stock	04/06/2006	S	3,700	D	\$ 12.71	82,716	D
Common Stock	04/06/2006	S	1,500	D	\$ 12.72	81,216	D
Common Stock	04/06/2006	S	315	D	\$ 12.75	80,901	D
Common Stock	04/06/2006	S	2,700	D	\$ 12.76	78,201	D
Common Stock	04/06/2006	S	800	D	\$ 12.77	77,401	D
Common Stock	04/06/2006	S	1,000	D	\$ 12.78	76,401	D
Common Stock	04/06/2006	S	1,600	D	\$ 12.79	74,801	D
Common Stock	04/06/2006	S	1,000	D	\$ 12.8	73,801	D
Common Stock	04/06/2006	S	3,000	D	\$ 12.81	70,801	D
Common Stock	04/06/2006	S	3,200	D	\$ 12.82	67,601	D
Common Stock	04/06/2006	S	600	D	\$ 12.83	67,001	D
Common Stock	04/06/2006	S	2,000	D	\$ 12.84	65,001	D
	04/06/2006	S	2,000	D		63,001	D

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Common Stock						\$ 12.87		
Common Stock	04/06/2006	S	1,000	D		\$ 12.88	62,001	D
Common Stock	04/06/2006	S	1,000	D		\$ 12.89	61,001	D
Common Stock	04/06/2006	S	400	D		\$ 12.91	60,601	D
Common Stock	04/06/2006	S	2,000	D		\$ 12.92	58,601	D

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

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option Plan (Right to Buy)	\$ 9.62	04/06/2006		M	626	06/05/1998 06/05/2006	Common Stock	0	
Employee Stock Option Plan (Right to Buy)	\$ 10.13	04/06/2006		M	100	08/27/1999 08/27/2007	Common Stock	0	
Employee Stock Option	\$ 9.75	04/06/2006		M	5,000	02/27/2000 02/27/2008	Common Stock	0	

Plan (Right to Buy)									
Employee Stock Option Plan (Right to Buy)	\$ 9.31	04/06/2006	M	10,000	08/25/2000	08/25/2008	Common Stock	0	
Employee Stock Option Plan (Right to Buy)	\$ 8.87	04/06/2006	M	20,274	03/02/2001	03/02/2009	Common Stock	0	
Employee Stock Option Plan (Right to Buy)	\$ 8.76	04/06/2006	M	15,000	10/01/2003	10/01/2011	Common Stock	0	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEBLANC RICHARD ANTHONY 23500 64TH AVENUE SOUTH KENT, WA 98032			Executive VP, Sales & Mktg	

Signatures

/s/ Richard Anthony
Leblanc

04/13/2006

**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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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