

FLIR SYSTEMS INC  
Form 5  
February 05, 2007

# FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362  
Expires: January 31, 2005  
Estimated average burden hours per response... 1.0

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Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**HELM DENIS A**  
  
(Last) (First) (Middle)  
  
**27700A SW PARKWAY AVENUE**  
  
(Street)

2. Issuer Name and Ticker or Trading Symbol  
**FLIR SYSTEMS INC [FLIR]**

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2006**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Sr VP Business Development

6. Individual or Joint/Group Reporting (check applicable line)

**WILSONVILLE, OR 97070**

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	Â	Â	Â	Â	4,200 <sup>(1)</sup>	D	Â

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

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SEC 2270 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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 Security (Instr. 3 and 4)		
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 12.49	Â	Â	Â	Â	Â	04/17/2003	04/17/2012	Common Stock	16,000
Non-Qualified Stock Option (right to buy)	\$ 12.49	Â	Â	Â	Â	Â	04/17/2003	04/17/2012	Common Stock	23,900
Non-Qualified Stock Option (right to buy)	\$ 19.58	Â	Â	Â	Â	Â	12/01/2004	02/23/2009	Common Stock	40,000
Non-Qualified Stock Option (right to buy)	\$ 36.11	Â	Â	Â	Â	Â	02/04/2005	02/04/2015	Common Stock	35,000
Incentive Stock Option (right to buy)	\$ 25.14	Â	Â	Â	Â	Â	02/13/2007	02/13/2016	Common Stock	11,900
Non-Qualified Stock Option (right to buy)	\$ 25.14	Â	Â	Â	Â	Â	02/13/2007	02/13/2016	Common Stock	5,100

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HELM DENIS A 27700A SW PARKWAY AVENUE WILSONVILLE, OR 97070	Â	Â	Â Sr VP Business Development	Â

## Signatures

David A. Muessle, Attorney-in-fact for Denis A. Helm 02/02/2007

\_\_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).

(1) Includes shares acquired through the Company's Employee Stock Purchase Plan

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