

FLIR SYSTEMS INC

Form 4

February 13, 2008

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**LEWIS EARL R**

(Last) (First) (Middle)

27700A SW PARKWAY AVENUE

(Street)

WILSONVILLE, OR 97070

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/11/2008

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

CEO, President & Chairman

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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 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	(A) or (D)	Price		
Common Stock								53,600	I Spouse
Common Stock	02/11/2008		M		20,000	A	\$ 9.79	865,176 <sup>(1)</sup>	D
Common Stock	02/11/2008		M		50,374	A	\$ 4.63	915,550	D
Common Stock	02/11/2008		S		70,374	D	\$ 32.5773	845,176	D
Common Stock	02/12/2008		M		20,000	A	\$ 9.79	865,176	D

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Common Stock	02/12/2008	M	50,374	A	\$ 4.63	915,550	D
Common Stock	02/12/2008	S	70,374	D	\$ 32.7363	846,176	D

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 (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 Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am Nun Sha
Non-Qualified Stock Option (right to buy)	\$ 18.06					02/04/2005	02/04/2015	Common Stock	80
Non-Qualified Stock Option (right to buy)	\$ 5.87					02/12/2003	02/12/2012	Common Stock	78
Incentive Stock Option (right to buy)	\$ 12.57					02/13/2007	02/13/2016	Common Stock	23
Non-Qualified Stock Option (right to buy)	\$ 12.57					02/15/2007	02/13/2016	Common Stock	26
Non-Qualified Stock Option (right to buy)	\$ 20.75					02/15/2008	05/01/2017	Common Stock	25
Non-Qualified Stock Option (right to buy)	\$ 4.63	02/11/2008		M	50,374	12/27/2002	12/27/2011	Common Stock	50
Non-Qualified Stock Option (right to buy)	\$ 4.63	02/12/2008		M	50,374	12/27/2005	12/27/2011	Common Stock	50
	\$ 9.79	02/11/2008		M	20,000	12/01/2004	02/23/2009		20

Non-Qualified  
Stock Option  
(right to buy)

Common  
Stock

Non-Qualified  
Stock Option  
(right to buy)

\$ 9.79

02/12/2008

M

20,000

12/01/2004 02/23/2009

Common  
Stock

20

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEWIS EARL R 27700A SW PARKWAY AVENUE WILSONVILLE, OR 97070			CEO, President & Chairman	

## Signatures

David A. Muessle, Attorney-in-fact for Earl R.  
Lewis

02/13/2008

\_\_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 401k plan.

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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