

ACTUANT CORP
Form 4
June 27, 2007

FORM 4

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

OMB APPROVAL

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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 *
ARZBAECHER ROBERT C

(Last) (First) (Middle)

13000 WEST SILVER SPRING DRIVE

(Street)

BUTLER, WI 53007

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ACTUANT CORP [ATU]

3. Date of Earliest Transaction (Month/Day/Year)
06/26/2007

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)
President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (D) or Price		
Class A Common Stock	06/26/2007		M		40,357 A \$ 5.33	329,427	D
Class A Common Stock	06/26/2007		S		40,357 (1) D \$ 62.84	289,070	D
Class A Common Stock						13,394 (2)	I By 401(k)
Class A Common						1,950	I By IRA

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Stock				
Class A Common Stock		30,000	I	By Family Limited Partnership
Class A Common Stock		1,100	I	By Family ⁽³⁾
Class A Common Stock		1,200	I	By Spouse
Class A Common Stock		2,276 ⁽⁴⁾	I	By Deferred Compensation Plan

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy) ⁽⁵⁾	\$ 5.33	06/26/2007		M	40,357	⁽⁶⁾	11/03/2008	Class A Common Stock	40,357

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ARZBAECHER ROBERT C 13000 WEST SILVER SPRING DRIVE	X		President and CEO	

BUTLER, WI 53007

Signatures

/s/ Eric Orsic, as
Attorney--in-Fact

06/27/2007

__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) Represents open market sales pursuant to a Rule 10b5-1 plan.
- (2) Best estimate of shares held pursuant to Actuant Corporation 401(k) Plan.
- (3) Owned by daughters.
- (4) Best estimate of shares held pursuant to Actuant Corporation Deferred Compensation Plan.
- (5) Options granted under the Actuant Corporation 1996 Stock Option Plan.
- (6) Fifty percent of the options became exercisable on 11/03/2000 and the balance on 11/03/2003.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.