LAMPEREUR ANDREW

Form 4

January 13, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

2. Issuer Name and Ticker or Trading

ACTUANT CORP [ATU]

Symbol

1(b).

(Print or Type Responses)

LAMPEREUR ANDREW

1. Name and Address of Reporting Person *

~ · ·	(= :)			'	Check an app	ileable)
(Last)	(First) (Middle) 3. I	Date of Earliest Transaction			
13000 WEST SILVER SPRING DRIVE			onth/Day/Year) /09/2009	X Director 10% OwnerX Officer (give title Other (specify below) Executive Vice President - CFO		
(Street) BUTLER, WI 53007			f Amendment, Date Original ed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting		
builer,	W1 33007			Person	·	
(City)	(State)	(Zip)	Table I - Non-Derivative Securities	Acquired, Dispos	sed of, or Beno	eficially Owned
1.Title of Security (Instr. 3) Class A Common Stock	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date any (Month/Day/Y	Code Disposed of (D)	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)
Class A Common Stock				11,825 (1)	I	By 401(k)
Class A Common Stock				729	I	By ESPP
Class A Common				2,125 (2)	I	By Deferred Compensation

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Stock Plan

Class A

Common 28,000 I By IRA

Stock

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 or 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	\$ 18.42	01/09/2009		A	92,000	<u>(4)</u>	01/09/2019	Class A Common Stock	92,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
. 6	Director	10% Owner	Officer	Other		
LAMPEREUR ANDREW 13000 WEST SILVER SPRING DRIVE BUTLER, WI 53007	X		Executive Vice President - CFO			

Signatures

buy) (3)

/s/ Eric Orsic, as Attorney-in-Fact 01/13/2009

**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).

Reporting Owners 2

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- (1) Best estimate of shares held pursuant to Actuant 401(k) Plan.
- (2) Best estimate of shares held pursuant to Actuant Corporation Deferred Compensation Plan.
- (3) Options granted under the Actuant Corporation 2009 Omnibus Incentive Plan.
- (4) Fifty percent of the option becomes exercisable on 01/09/2012, and the balance becomes exercisable on 01/09/2014.

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.