

ACTUANT CORP  
Form 4  
July 15, 2013

**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)

N86 W12500 WESTBROOK  
CROSSING

(Street)

MENOMONEE FALLS, WI 53051

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/11/2013

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 (A) or (D) Price		
Class A Common Stock	07/11/2013		M		43,027 A \$ 17.12	522,409	D
Class A Common Stock	07/11/2013		S <sup>(1)</sup>		43,027 D \$ 35.26 <sup>(2)</sup>	479,382	D
Class A Common Stock	07/12/2013		M		3,148 A \$ 17.12	482,530	D
Class A Common	07/12/2013		M		27,506 A \$ 20.05	510,036	D

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Stock								
Class A Common Stock	07/12/2013	S <sup>(1)</sup>	30,654	D	\$ 35.31 (3)	479,382	D	
Class A Common Stock	07/15/2013	M	24,709	A	\$ 20.05	504,091	D	
Class A Common Stock	07/15/2013	S <sup>(1)</sup>	24,709	D	\$ 35.35 (4)	479,382	D	
Class A Common Stock						60,000	I	By Family Limited Partnerships
Class A Common Stock						36,546 <sup>(5)</sup>	I	By 401(k)
Class A Common Stock						11,900	I	By IRA
Class A Common Stock						2,200	I	By Family <sup>(6)</sup>
Class A Common Stock						2,400	I	By Spouse
Class A Common Stock						33,817 <sup>(7)</sup>	I	By Deferred Compensation

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)		Title



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Staff of the Securities and Exchange Commission, upon request, separate prices within the range set forth in footnote (3) to this Form 4.

The price reported in column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$35.27 to \$35.51 inclusive. The reporting person undertakes to provide Actuant Corporation, any securityholder of Actuant Corporation, or the Staff of the Securities and Exchange Commission, upon request, separate prices within the range set forth in footnote (4) to this Form 4.

Represents the best estimate of the number of share equivalents held by the reporting person in the unitized stock fund of the Actuant 401(k) Plan. The unitized stock fund consists of stock of Actuant and cash and other short term investments. The number of Actuant share equivalents fluctuates depending on the ratio of the number of shares of stock of Actuant in the fund to other investments.

- (6) Owned by daughters.
- (7) Best estimate of shares held pursuant to the Actuant Corporation Deferred Compensation Plan.
- (8) Option granted under the Actuant Corporation 2001 Stock Option Plan.
- (9) Fifty percent of the option became exercisable on 04/29/2006 and the balance became exercisable on 04/29/2009.
- (10) Option granted under the Actuant Corporation 2002 Stock Option Plan.
- (11) Fifty percent of the option became exercisable on 10/27/2006 and the balance became exercisable on 10/27/2009.

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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