**ACTUANT CORP** Form 4 July 18, 2013

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB** Number:

Check this box if no longer

subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction

**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(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* ARZBAECHER ROBERT C

(Middle)

N86 W12500 WESTBROOK

(First)

**CROSSING** 

(Street)

2. Issuer Name and Ticker or Trading Symbol

ACTUANT CORP [ATU]

3. Date of Earliest Transaction (Month/Day/Year) 07/16/2013

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

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Expires:

response...

Estimated average

burden hours per

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

\_X\_\_ Director 10% Owner X\_ Officer (give title Other (specify below) President and CEO

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

### MENOMONEE FALLS, WI 53051

(City)	(State)	(Zip) 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)	tion Date, if Transaction(A) or Disposed of (D) Code (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)		
Class A Common Stock	07/16/2013		Code V M	Amount 15,014	(D)	Price \$ 20.05	494,396	D	
Class A Common Stock	07/16/2013		S <u>(1)</u>	15,014	D	\$ 35.28 (2)	479,382	D	
Class A Common Stock	07/17/2013		M	14,865	A	\$ 20.05	494,247	D	
Class A Common	07/17/2013		S(1)	14,865	D	\$ 35.02	479,382	D	

## Edgar Filing: ACTUANT CORP - Form 4

Stock					(3)			
Class A Common Stock	07/18/2013	M	51,872	A	\$ 20.05	531,254	D	
Class A Common Stock	07/18/2013	S <u>(1)</u>	51,872	D	\$ 35.01 (4)	479,382	D	
Class A Common Stock						60,000	I	By Family Limited Partnerships
Class A Common Stock						36,546 (5)	I	By 401(k)
Class A Common Stock						11,900	I	By IRA
Class A Common Stock						2,200	I	By Family (6)
Class A Common Stock						2,400	I	By Spouse
Class A Common Stock						33,817 (7)	I	By Deferred Compensation

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$ 

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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day	6. Date Exercisable and Expiration Date (Month/Day/Year)		Amount of Securities 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

#### Edgar Filing: ACTUANT CORP - Form 4

Employee Stock Option (Right to Buy) (8)	\$ 20.05	07/16/2013	M	15,014	<u>(9)</u>	10/27/2014	Class A Common Stock	15,014
Employee Stock Option (Right to Buy) (8)	\$ 20.05	07/17/2013	M	14,865	<u>(9)</u>	10/27/2014	Class A Common Stock	14,865
Employee Stock Option (Right to Buy) (8)	\$ 20.05	07/18/2013	M	51,872	<u>(9)</u>	10/27/2014	Class A Common Stock	51,872

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
ARZBAECHER ROBERT C							
N86 W12500 WESTBROOK CROSSING	X		President and CEO				

MENOMONEE FALLS, WI 53051

# **Signatures**

/s/ Eric Orsic as Attorney-in-Fact

07/18/2013

\*\*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) The sales reported on this Form 4 were effected pursuant to a 10b5-1 trading plan.
- The price reported in column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$35.00 to \$35.69 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 (2) 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 \$35.00 to \$35.15 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 (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 \$35.00 to \$35.04 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.
- (5) 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

Reporting Owners 3

## Edgar Filing: ACTUANT CORP - Form 4

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 2002 Stock Option Plan.
- (9) 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. 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.