

ACTUANT CORP  
Form 4  
October 15, 2013

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BLACKMORE WILLIAM**

(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)  
**10/11/2013**

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)  
**Exec. VP-Engineered Solutions**

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	10/11/2013		M		29,150 A \$ 18.33	90,615	D
Class A Common Stock	10/11/2013		S		29,150 D \$ 37.5	61,465	D
Class A Common Stock	10/14/2013		M		21,250 A \$ 23.64	82,715	D
Class A Common	10/14/2013		S		21,250 D \$ 37.5	61,465	D

Stock

Class A Common Stock	294 <u>(1)</u>	I	By 401(k)
Class A Common Stock	3,615 <u>(2)</u>	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)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Employee Stock Option (Right to Buy) <u>(3)</u>	\$ 18.33	10/11/2013		M	29,150	<u>(4)</u>	01/09/2019	Class A Common Stock	29,150
Employee Stock Option (Right to Buy) <u>(5)</u>	\$ 23.64	10/14/2013		M	21,250	<u>(6)</u>	01/16/2017	Class A Common Stock	21,250

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BLACKMORE WILLIAM N86 W12500 WESTBROOK CROSSING MENOMONEE FALLS, WI 53051			Exec. VP-Engineered Solutions	

## Signatures

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

10/15/2013

\_\_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).

Represents the best estimate of the number of share equivalents held by the reporting person in the unitized stock fund of the Actuant

- (1) 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.
- (2) Best estimate of shares held pursuant to the Actuant Corporation Deferred Compensation Plan.
- (3) Option granted under the Actuant Corporation 2009 Omnibus Incentive Plan.
- (4) Fifty percent of the option became exercisable on 1/9/2012 and the balance becomes exercisable on 1/9/2014.
- (5) Option granted under the Actuant Corporation 2002 Stock Option Plan.
- (6) Fifty percent of the option became exercisable on 1/16/2010 and the balance became exercisable on 1/16/2012.

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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