ACTUANT CORP Form 4

January 22, 2015

FORM 4

Section 16.

Form 4 or

obligations

may continue.

See Instruction

Form 5

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

Check this box if no longer subject to

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

1(b).

(Last)

CROSSING

(Print or Type Responses)

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

(First)

(Street)

N86 W12500 WESTBROOK

2. Issuer Name and Ticker or Trading

Symbol

(Middle)

ACTUANT CORP [ATU]

(Month/Day/Year)

3. Date of Earliest Transaction

01/20/2015

_X__ Director

10% Owner Officer (give title Other (specify

(Check all applicable)

OMB APPROVAL

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January 31,

2005

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Number:

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response...

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burden hours per

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

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Issuer

below)

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)	3. Transaction Code (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		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	01/20/2015		Code V A	Amount 2,829 (1)	(D)	Price (2)	90,214 (3)	D	
Class A Common Stock							43,155 (4)	I	By 401(k)
Class A Common Stock							11,900	I	By IRA
Class A Common							2,200	I	By Family (5)

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Stock

Class A

Common 2,400 I By Spouse

Stock

Class A

By Deferred Common 70,150 (6) Ι Compensation

Stock

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 3. Transaction Date 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount of **Underlying Securities** Transaction of Derivative Expiration Date Derivative Conversion (Month/Day/Year) Execution Date, if (Month/Day/Year) Security or Exercise Code Securities (Instr. 3 and 4) (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Acquired Derivative (A) or

> Disposed of (D) (Instr. 3, 4,

and 5)

Date Exercisable

Expiration Title

Date

Amount or Number of

Shares

Code V (A) (D)

Class A \$ 22.98 01/20/2015

Option (Right to

Buy) (7)

Employee Stock

12/20/2015 01/20/2025 Common Α 3,875

3,875

Stock

Reporting Owners

Security

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

ARZBAECHER ROBERT C X N86 W12500 WESTBROOK CROSSING MENOMONEE FALLS, WI 53051

Signatures

/s/ Eric Orsic, as 01/22/2015 Attorney-in-Fact

Reporting Owners 2 **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) Restricted Stock granted under the Actuant Corporation 2009 Omnibus Incentive Plan.
- (2) Not applicable.
- (3) Adjusted to reflect a change in form of beneficial ownership from direct to indirect pursuant to Rule 16a-13 with respect to 19,450 shares. Represents the best estimate of the number of share equivalents held by the person in the unitized stock fund of the Actuant 401(k) Plan.
- (4) 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.
- Owned by daughters.
- (6) Best estimate of shares held pursuant to Actuant Corporation Deferred Compensation Plan, including the 19,450 shares referenced in Footnote (3) of this Form 4.
- (7) Option granted under the Actuant Corporation 2009 Omnibus Incentive Plan.

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.

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