

ACTUANT CORP
Form 4
January 10, 2017

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 *
Wozniak Ted

(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)
01/06/2017

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)
VP Business Development

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)
				(A) or (D)	Price		
				Code	V	Amount	
Class A Common Stock	01/06/2017		M	8,000	A	\$ 23.64	90,220 D
Class A Common Stock	01/06/2017		S	8,000	D	\$ 26.64 ⁽¹⁾	82,220 D
Class A Common Stock	01/09/2017		M	3,500	A	\$ 23.64	85,720 D
Class A Common	01/09/2017		S	3,500	D	\$ 26.1 ⁽²⁾	82,220 D

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Stock

Class A Common Stock	01/10/2017		M	3,500	A	\$ 23.64	85,720	D	
Class A Common Stock	01/10/2017		S	3,500	D	\$ <u>(3)</u> 26.51	82,220	D	
Class A Common Stock							5,262 <u>(4)</u>	I	By 401(k)
Class A Common Stock							15,692 <u>(5)</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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option (right to buy) <u>(6)</u>	\$ 23.64	01/06/2017		M	8,000	<u>(7)</u>	01/16/2017	Class A Common Stock	8,000
Employee Stock Option (right to buy) <u>(6)</u>	\$ 23.64	01/09/2017		M	3,500	<u>(7)</u>	01/16/2017	Class A Common Stock	3,500
Employee Stock	\$ 23.64	01/10/2017		M	3,500	<u>(7)</u>	01/16/2017	Class A Common	3,500

Option
(right to
buy) ⁽⁶⁾

Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wozniak Ted N86 W12500 WESTBROOK CROSSING MENOMONEE FALLS, WI 53051			VP Business Development	

Signatures

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

01/10/2017

 **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 price in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$26.60 to \$26.70. The undersigned undertakes to provide Actuant Corporation ("Actuant"), any security holder of Actuant or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (1) to this Form 4.

The price in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$26.10 to \$26.13. The undersigned undertakes to provide Actuant, any security holder of Actuant or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (2) to this Form 4.
 - (2) The price in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$26.50 to \$26.53. The undersigned undertakes to provide Actuant, any security holder of Actuant or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (3) 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.
 - (3) Best estimate of shares held pursuant to the Actuant Corporation Deferred Compensation Plan.
 - (4) Option granted under the Actuant Corporation 2002 Stock Option Plan.
 - (5) Fifty percent of the option became exercisable on 01/16/2010, and the balance became exercisable on 01/16/2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. 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.