ACTUANT CORP Form 4 June 14, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and A HALL WIL	Address of Reporting P LLIAM K	Symbol	2. Issuer Name and Ticker or Trading Symbol ACTUANT CORP [ATU]				5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Mide					(Check all applicable)						
` ′	ST SILVER SPRIN	(Month/D	3. Date of Earliest Transaction (Month/Day/Year) 06/13/2007				X Director 10% Owner Officer (give title below) Other (specify below)				
DKIVL	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
BUTLER, V	WI 53201						More than One Ro				
(City)	(State)	Zip) Table	e I - Non-D	erivative S	ecurities Ac	quired, Disposed	of, or Beneficia	lly Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D)	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						5,000	D				

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)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Code	Transaction of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and	Securities	8. Price of Derivative Security (Instr. 5)	
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock (1)	<u>(2)</u>	06/13/2007	A		314		<u>(1)</u>	<u>(1)</u>	Class A Common Stock	314	\$ 55.7

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

HALL WILLIAM K 13000 WEST SILVER SPRING DRIVE X BUTLER, WI 53201

Signatures

Eric Orsic, as Attorney-in-Fact 06/14/2007

**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) Pursuant to the Outside Directors' Deferred Compensation Plan, the phantom stock units are settled in stock generally following the director's termination of service.
- (2) The phantom stock is converted 1 for 1 into shares of Class A Common Stock.

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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