ARZBAECHER ROBERT C

Form 4

October 07, 2010

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response...

OMB

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

Number:

Expires:

OMB APPROVAL

3235-0287

January 31,

2005

0.5

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

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

2. Issuer Name and Ticker or Trading

ACTUANT CORP [ATU]

Symbol

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

ARZBAECHER ROBERT C

								(Chec	ck all applicab	ole)
(Last)	(First)	(Middle)	3. Date	of Earliest	Transaction	n				
13000 WE DRIVE	EST SILVER SPR		(Month/ 10/05/2	Day/Year) 2010				_X_ Director _X_ Officer (give below)		% Owner her (specify
			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 Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Tal	ble I - Non	-Derivativ	e Seci	ırities Acaı	iired, Disposed of	f. or Benefici	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D any (Month/Day	l Pate, if	3.		ies Ac	equired (A)	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	10/05/2010			M	100	A	\$ 6.57	653,764	D	
Class A Common Stock	10/05/2010			S(1)	100	D	\$ 23	653,664	D	
Class A Common Stock	10/06/2010			M	98,100	A	\$ 6.57	751,764	D	
Class A Common	10/06/2010			S(1)	98,100	D	\$ 23.0025	653,664	D	

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Stock					(2)			
Class A Common Stock	10/07/2010	M	22,200	A	\$ 6.57	675,864	D	
Class A Common Stock	10/07/2010	S <u>(1)</u>	22,200	D	\$ 23.092 (3)	653,664	D	
Class A Common Stock						41,491 (4)	I	By 401(k)
Class A Common Stock						11,900	I	By IRA
Class A Common Stock						60,000	I	By Family Limited Partnership
Class A Common Stock						2,200	I	By Family (5)
Class A Common Stock						2,400	I	By Spouse
Class A Common Stock						8,279 <u>(6)</u>	I	By Deferred Compensation
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 orDerivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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Employee Stock Option (right to buy) (7)	\$ 6.57	10/05/2010	M	100	(8)	10/24/2011	Class A Common Stock	100
Employee Stock Option (right to buy) (7)	\$ 6.57	10/06/2010	M	98,100	<u>(8)</u>	10/24/2011	Class A Common Stock	98,100
Employee Stock Option (right to buy) (7)	\$ 6.57	10/07/2010	M	22,200	(8)	10/24/2011	Class A Common Stock	22,200

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
ARZBAECHER ROBERT C 13000 WEST SILVER SPRING DRIVE BUTLER, WI 53007	X		President and CEO			

Signatures

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

**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 in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.00 to \$23.03, inclusive. The reporting person undertakes to provide to Actuant Corporation, any security holder of Actuant Corporation, 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 ranges set forth in footnotes 2 and 3 of this Form 4.
- (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.00 to \$23.24, inclusive.
- Represents the best estimate of the number of share equivalents held by the reporting person in the unitized stock fund of the Actuant (4) 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.
- (5) Owned by daughters.
- (6) Best estimate of shares held pursuant to Actuant Corporation Deferred Compensation Plan.
- (7) Options granted under the Actuant Corporation 2001 Stock Plan.
- (8) Fifty percent of the option became exercisable on 10/27/2003, and the balance became exercisable on 10/27/2006.

Reporting Owners 3

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