ARZBAECHER ROBERT C

Form 4

October 12, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

January 31, 2005

0.5

Estimated average

OMB APPROVAL

burden hours per response...

Section 16. Form 4 or Form 5 obligations

may continue.

Check this box

if no longer

subject to

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 See Instruction

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

ACTUANT CORP [ATU]

Symbol

1(b).

Common

(Print or Type Responses)

1. Name and Address of Reporting Person *

ARZBAECHER ROBERT C

								(Check all applicable)				
	(Last)	(First)	(Middle)	3. Date	of Earliest	Transaction	1					
13000 WEST SILVER SPRING DRIVE				(Month/Day/Year) 10/08/2010					X Director 10% Owner X Officer (give title Other (specify below) President and CEO			
		(Street)		4. If Am	nendment, I	Date Origin	ıal		6. Individual or Joint/Group Filing(Check			
BUTLER, WI 53007				Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
	(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								ally Owned		
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemee Execution I any (Month/Day	Date, if	3. Transaction Code (Instr. 8)	4. Securition Dispose (Instr. 3, 4)	ed of (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	10/08/2010			M	31,100	A	\$ 6.57	684,764	D		
	Class A Common Stock	10/08/2010			S <u>(1)</u>	31,100	D	\$ 23.1804	653,664	D		
	Class A Common Stock	10/11/2010			M	48,500	A	\$ 6.57	702,164	D		
	Class A	10/11/2010			S(1)	48,500	D	\$ 23.266	653,664	D		

(2)

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Stock			
Class A Common Stock	41,491 (3)	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 (4)
Class A Common Stock	2,400	I	By Spouse
Class A Common Stock	8,279 <u>(5)</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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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

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. Transactio Code (Instr. 8)	5. Number of iorDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy) (6)	\$ 6.57	10/08/2010		M		31,100	<u>(7)</u>	10/24/2011	Class A Common Stock	31,100
Employee Stock	\$ 6.57	10/11/2010		M		48,500	<u>(7)</u>	10/24/2011	Class A Common	48,500

(e.g., puts, calls, warrants, options, convertible securities)

Option Stock

(right to buy) (6)

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

10/12/2010

**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 \$23.05 to \$23.37, 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 range set forth in this footnote.
- Represents the best estimate of the number of share equivalents held by the reporting person in the unitized stock fund of the Actuant (3) 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.
- (4) Owned by daughters.
- (5) Best estimate of shares held pursuant to Actuant Corporation Deferred Compensation Plan.
- (6) Options granted under the Actuant Corporation 2001 Stock Plan.
- (7) Fifty percent of the option became exercisable on 10/27/2003, and the balance became exercisable on 10/27/2006.

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