#### LAMPEREUR ANDREW

Form 4

January 19, 2011

# FORM 4

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

OMB Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

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

Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

Form 4 or

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)

LAMPEREUR ANDREW

1. Name and Address of Reporting Person \*

(Last)	(First)	(Middle) 3. Dat	te of Earliest Transaction		`	ŕ
13000 WE DRIVE	EST SILVER SPR		th/Day/Year) 4/2011	below)	ctor cer (give title belo cutive Vice Pres	***
	(Street)	4. If A	Amendment, Date Original	6. Individu	al or Joint/Grou	p Filing(Check
BUTLER,	WI 53007	Filed(	(Month/Day/Year)	Form fi	Line) iled by One Reported led by More than	~
De l'EER,	**123007			Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Secu	rities Acquired, Disp	osed of, or Ben	eficially Owned
1.Title of Security (Instr. 3)  Class A Common Stock	2. Transaction Date (Month/Day/Year)  01/14/2011	2A. Deemed Execution Date, i any (Month/Day/Year	f Transaction(A) or Disposed Code (D)	Beneficially	Ownership Form: Direct (D) or Indirect (I) ) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock				11,051 (3)	I	By 401(k)
Class A Common Stock				731	I	By ESPP
Class A Common				2,243 (4)	I	By Deferred Compensation

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Stock Plan

Class A

Common 28,000 I By IRA

Stock

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 (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 or 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to	\$ 27.77	01/14/2011		A	37,000	<u>(6)</u>	01/14/2021	Class A Common Stock	37,000

# **Reporting Owners**

Reporting Owner Name / Address	Kelationships					
	Director	10% Owner	Officer	Other		
LAMPEREUR ANDREW			Executive			
13000 WEST SILVER SPRING DRIVE	X		Vice President			
BUTLER, WI 53007			- CFO			

### **Signatures**

buy) (5)

/s/ Eric Orsic, as Attorney-in-Fact 01/19/2011

\*\*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).

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- (1) Restricted stock units granted under the Actuant Corporation 2009 Omnibus Incentive Plan.
- (2) Not applicable.
  - 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) Best estimate of shares held pursuant to Actuant Corporation Deferred Compensation Plan.
- (5) Option granted under the Actuant Corporation 2009 Omnibus Incentive Plan.
- (6) Fifty percent of the option becomes exercisable on 01/14/2014, and the balance becomes exercisable on 01/14/2016.

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.