Edgar Filing: MCLEVISH TIMOTHY R - Form 4

MCLEVISH Form 4 May 24, 200	H TIMOTHY R									
FORM								OMB AF	PROVAL	
-	UNITED ST		RITIES A shington,			NGE C	OMMISSION	OMB Number:	3235-0287	
Check th if no lon	der	STATEMENT OF CHANGES IN BENEFICIAL OWN SECURITIES						Expires:	January 31, 2005	
subject t Section Form 4 o	o STATEVIE 16. or							Estimated a burden hour response	ated average n hours per	
Form 5 obligations may continue. See Instruction 1(b). 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 A MCLEVIS	Symbol	Issuer Name and Ticker or Trading nbol GERSOLL RAND CO LTD [IR]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Mid		f Earliest Tı				(Check all applicable)			
		(Month/I	/Day/Year)				Director 10% Owner X Officer (give title Other (specify			
C/O INGEI COMPAN RIDGE RC	05/23/2	below)				below)	give title Other (specify below) Vice President and CFO			
			endment, Date Original			6. Individual or Joint/Group Filing(Check				
MONTVA	onth/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State) (Zi	p) Tab	le I - Non-E	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	(Month/Day/Year) E	ransaction Date 2A. Deemed nth/Day/Year) Execution Date, if any (Month/Day/Year)				quired l of (D) 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	ecuritiesOwnershipIeneficiallyForm: DirectIwned(D) orOoblowingIndirect (I)(Ieported(Instr. 4)ransaction(s)I		
			Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Class A Common Shares	05/23/2007		М	75,400	А	\$ 32.18	75,400	D		
Class A Common Shares	05/23/2007		S	75,400	D	\$ 48.69	0	D		
Class A Common Shares (1)							1,239.83	Ι	By Plan Trustee	

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)	4. Transactio Code (Instr. 8)	TransactiorDerivative Code Securities		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	
Stock Option (right to buy)	\$ 32.18	05/23/2007	М	75,400	<u>(2)</u>	02/03/2014	Class A Common Shares	75,400	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
MCLEVISH TIMOTHY R C/O INGERSOLL-RAND COMPANY 155 CHESTNUT RIDGE ROAD MONTVALE, NJ 07645			Senior Vice President and CFO			
Signatures						
Bu:/c/Barbara & Santara						

By:/s/Barbara A. Santoro -Attorney-in-Fact

**Signature of Reporting Person

05/24/2007

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) Latest available information provided by the trustee of the Ingersoll-Rand Employee Savings Plan and the Ingersoll-Rand Company Leveraged Employee Stock Ownership Plan.
- (2) When granted, the options were to vest in three equal annual installments beginning one year after the date of grant. On December 31, 2005, all outstanding options became vested.

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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