Edgar Filing: GARDNER DENVER INC - Form 4

GARDNEF Form 4 May 19, 20	R DENVER INC								
FORM Check ti if no lo subject Section Form 4 Form 5 obligati may co <i>See</i> Ins 1(b).	VI 4 this box nger to 16. or sons ntinue. truction STATEN STATEN STATEN Section 170	MENT OF rsuant to Se (a) of the Pt	Wa CHAN ection 1 ublic U	shington NGES IN SECUF 16(a) of th tility Hol	, D.C. 20 BENEF RITIES ne Securi ding Cor	9 549 ICIAL O ties Exchar	COMMISSIO WNERSHIP OF nge Act of 1934 of 1935 or Sect 940	N OMB Number: Expires: Estimated burden hou response	urs per
	Address of Reporting MICHAEL C	5	Symbol	er Name an o NER DEI		C C	Issuer	of Reporting Per	
(Last) RYERSON 15TH PLA	(of Earliest T Day/Year) 2011	ransaction		(Check all applicable) <u>X</u> Director <u>10%</u> Owner <u>Officer (give title</u> <u>Other (specify</u> <u>below)</u>			
CHICAGO		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)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of. or Beneficia	llv Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D any (Month/Day	l Date, if	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price		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	
Reminder: Ro	eport on a separate line	e for each clas	ss of sect	urities bene	Perso inform requir	ns who res nation cont red to respo	or indirectly. spond to the colle ained in this forr ond unless the fo ntly valid OMB co	n are not orm	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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and Amount of	8. Price o
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date	Underlying Securities	Derivativ
Security	or Exercise		any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Security

number.

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(Instr. 3)	Price of Derivative Security	()	Month/Day/Year)	(Instr.	8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(Instr. 5)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock Units	<u>(1)</u>	05/17/2011		А		0.1 (2)		(3)	<u>(3)</u>	Common Stock	0.1	\$ 81.09

Reporting Owners

	Relationsh			
Director	10% Owner	Officer	Other	
x				
	05/19/201	1		
	Date			
		Director 10% Owner X 05/19/201	X 05/19/2011	Director 10% Owner Officer Other X 05/19/2011

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 security converts to common stock on a one-for-one basis.
- (2) Each unit was credited for the dividend equivalent as of the dividend record date pursuant to the Company's Phantom Stock Plan for Outside Directors ("Phantom Plan").

The cash value of these units will be distributed to the director or beneficiary on the first day of the month following the date upon which the director ceases to be a director of the Company for any reason (unless otherwise elected by the director in accordance with the terms

- (3) the director ceases to be a director of the Company for any reason (unless otherwise elected by the director in accordance with the term of the Phantom Plan).
- (4) Cumulative phantom stock units accumulated by director during his Board tenure.

Remarks:

Brent A. Walters, Attorney-in-fact for Michael C. Arnold, pursuant to Power of Attorney dated November 13, 2009 and filed

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.