Edgar Filing: GARDNER DENVER INC - Form 4

GARDNER I Form 4	DENVER INC									
April 02, 201	3									
FORM	Л						-	PPROVAL		
	UNITED	STATES			AND EXCHANG , D.C. 20549	E COMMISSION	OMB Number:	3235-0287		
Check this box if no longer CTATEMENT OF CHANCES IN DENEELCIAL OWNED SHIP OF								January 31, 2005		
subject to Section 16 Form 4 or	51AIEN 5.	AENT OI	F CHAI	NGES IN SECUR	Estimated burden hou response	average urs per				
Form 5 obligation may conti <i>See</i> Instru- 1(b).	s Section 17(a) of the l	Public U	Jtility Hole		ange Act of 1934, et of 1935 or Sectio 1940	on			
(Print or Type R	esponses)									
1. Name and Ad HIPP RAYN	Symbol		I Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer						
(Lost)	(Eirot)	Middle)				(Check all applicable)				
(Last) (First) (Middle) GARDNER DENVER, INC., 1500				of Earliest Tr Day/Year) 2013	ransaction	_X_ Director 10% Owner Officer (give title Other (specify				
	IDGE DRIVE, S		00/01/1	2012		below)	below)			
	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 						
WAYNE, PA	A 19087					Person	wore man one k	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-I	Derivative Securities	Acquired, Disposed of	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deem Execution any (Month/Day/Year)		Date, if TransactionAcquired (A) or Code Disposed of (D) ay/Year) (Instr. 8) (Instr. 3, 4 and 5		nAcquired (A) or Disposed of (D)	Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
					or	Transaction(s) (Instr. 3 and 4)				
				Code V	Amount (D) Pric	e (insure and i)				
Reminder: Repo	ort on a separate line	e for each cl	ass of sec	urities benef	icially owned directly	y or indirectly.				
					information co required to res	espond to the colle- ntained in this form pond unless the for ently valid OMB co	are not m	SEC 1474 (9-02)		
	Tab				uired, Disposed of, (, options, convertibl	or Beneficially Owned e securities)	l			

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onof	Expiration Date	Underlying Securities	Derivati

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8	(Instr. 8) S A (I C		sed 3, 4,	(Month/Day/Year)		(Instr. 3 and 4)		Security (Instr. 5
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stk Units	<u>(1)</u>	03/31/2013		А		17.2 (2)		(3)	(3)	Common Stock	17.2	\$ 72.78

Reporting Owners

**Signature of Reporting Person

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
HIPP RAYMOND R GARDNER DENVER, INC. 1500 LIBERTY RIDGE DRIVE, SUITE 3000 WAYNE, PA 19087	₀ X							
Signatures								
/s/ Brent A. Walters, Attorney-in-fact	4/02/2013							

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).

Date

- (1) The security converts to common stock on a one-for-one basis.
- (2) These phantom stock units were credited under the Company's Phantom Stock Plan for Outside Directors (the "Phantom Plan") as a result of an election by the reporting person to defer compensation.
- 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(3) the director ceases to be a director of the Company for any reason (unless otherwise elected by the director in accordance with the terms of the Phantom Plan).
- (4) Cumulative phantom stock units accumulated by director during his Board tenure.

Remarks:

Brent A. Walters, Attorney-in-fact for Raymond R. Hipp, pursuant to Power of Attorney dated November 13, 2009 and filed w

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.