ACTUANT CORP Form 4

December 08, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

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

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1 Name and A	ddwasa of Danautina D	~*****					5 Dalatianahin a	of Domontino Dom	aam(a) ta	
1. Name and Address of Reporting Person * PETERSON ROBERT A			2. Issuer Name and Ticker or Trading Symbol ACTUANT CORP [ATU]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			(Month/Day/Year)				_X_ Director		6 Owner	
13000 WEST SILVER SPRING DRIVE			12/04/2008				Officer (giv below)	below)	er (specify	
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
BUTLER, V	VI 53007						Person	More man One Re	eporung	
(City)	(State)	Zip)	Table	I - Non-Do	erivative S	Securities Acc	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	(A) or I of (D) 4 and 5)	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							10,400	I	By IRA	
Class A Common Stock							4,400	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Edgar Filing: ACTUANT CORP - Form 4

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. Transactic Code (Instr. 8)	5. Number opf Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Expiration D (Month/Day	6. Date Exercisable and Expiration Date (Month/Day/Year)		Amount of Securities 4)	8. Price of Derivativ Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock (1)	<u>(2)</u>	12/04/2008	A	826	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	826	\$ 16.6

Reporting Owners

Reporting Owner Name / Address		Relationships					
·F. · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other			
EDSON DODEDT A							

PETERSON ROBERT A
13000 WEST SILVER SPRING DRIVE X
BUTLER, WI 53007

Signatures

Eric Orsic, as Attorney-in-Fact

**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) Pursuant to the Outside Directors' Deferred Compensation Plan, the phantom stock units are settled in stock generally following the director's termination of service.
- (2) The phantom stock is converted 1 for 1 into shares of Class A Common Stock.

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.

Reporting Owners 2