

ACTUANT CORP
Form 4
June 26, 2013

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 Address of Reporting Person *
KOBYLINSKI BRIAN

(Last) (First) (Middle)

**N86 W12500 WESTBROOK
CROSSING**

(Street)

MENOMONEE FALLS, WI 53051

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ACTUANT CORP [ATU]

3. Date of Earliest Transaction
(Month/Day/Year)
06/24/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Exec. VP - Industrial

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount (A) or (D) Price | | |
| Class A Common Stock | 06/24/2013 | | M | | 4,000 A \$ 17.12 | 122,060 | D |
| Class A Common Stock | 06/24/2013 | | S | | 4,000 D \$ 31.28 | 118,060 | D |
| Class A Common Stock | 06/24/2013 | | M | | 14,000 A \$ 20.05 | 132,060 | D |
| Class A Common | 06/24/2013 | | S | | 14,000 D \$ 31.28 | 118,060 | D |

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Stock

| | | | | | | | | |
|---------|------------|--|---|--------|----|------------|---------|---|
| Class A | | | | | \$ | | | |
| Common | 06/24/2013 | | S | 10,000 | D | 31.41 | 108,060 | D |
| Stock | | | | | | <u>(1)</u> | | |

| | | | | | | | | |
|---------|------------|--|---|--------|---|------------|--------|---|
| Class A | | | | | | \$ | | |
| Common | 06/25/2013 | | S | 15,000 | D | 31.82 | 93,060 | D |
| Stock | | | | | | <u>(2)</u> | | |

| | | | | | | | | | |
|---------|--|--|--|--|--|--|------------------|---|-------------------------------|
| Class A | | | | | | | 2,304 <u>(3)</u> | I | By Deferred Compensation Plan |
| Common | | | | | | | | | |
| Stock | | | | | | | | | |

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) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of 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 buy) <u>(4)</u> | \$ 17.12 | 06/24/2013 | | M | 4,000 | <u>(5)</u> 04/29/2014 | Class A Common Stock | 4,000 | |
| Employee Stock Option (right to buy) <u>(6)</u> | \$ 20.05 | 06/24/2013 | | M | 14,000 | <u>(7)</u> 10/24/2014 | Class A Common Stock | 14,000 | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

KOBYLINSKI BRIAN
N86 W12500 WESTBROOK CROSSING
MENOMONEE FALLS, WI 53051

Exec. VP - Industrial

Signatures

/s/ Eric Orsic, as
Attorney-in-Fact

06/26/2013

__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) The price reported in column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$31.37 and \$31.47, inclusive. The reporting person undertakes to provide Actuant Corporation, any securityholder of Actuant Corporation, or the Staff of the Securities and Exchange Commission, upon request, separate prices within the range set forth in Footnote (1) to this Form 4.

(2) The price reported in column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$31.76 and \$31.89, inclusive. The reporting person undertakes to provide Actuant Corporation, any securityholder of Actuant Corporation, or the Staff of the Securities and Exchange Commission, upon request, separate prices within the range set forth in Footnote (2) to this Form 4.

(3) Best estimate of shares held pursuant to Actuant Corporation Deferred Compensation Plan.

(4) Option granted under the Actuant Corporation 2001 Stock Option Plan.

(5) Fifty percent of the option became exercisable on 4/29/2006 and the balance became exercisable on 4/29/2009.

(6) Option granted under the Actuant Corporation 2002 Stock Option Plan.

(7) Fifty percent of the option became exercisable on 10/24/2006 and the balance became exercisable on 10/24/2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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