

INGERSOLL RAND CO LTD
Form 8-K
February 14, 2006

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15 (d) of the Securities Exchange Act of 1934

Date of Report - February 14, 2006
(Date of earliest event reported)

INGERSOLL-RAND COMPANY LIMITED
(Exact name of registrant as specified in its charter)

Bermuda
(State or other
jurisdiction of
incorporation)

1-985
(Commission File
Number)

75-2993910
(I.R.S. Employer
Identification No.)

**Clarendon House
2 Church Street
Hamilton HM 11, Bermuda**
(Address of principal executive offices, including zip code)

(441) 295-2838
(Registrant's phone number, including area code)

N/A
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01. Regulation FD Disclosure.

Ingersoll-Rand Company Limited (the “Company”) is scheduled to give a presentation at 1:00 p.m. EST at the Lehman Brothers Industrial Select Conference to be held on Wednesday, February 15, 2006. Herbert L. Henkel, Chairman, President and Chief Executive Officer, will give the Company’s presentation. The slides accompanying the presentation will be available on the Company’s website under the Investor Relations section. The press release with the text of the slides used during this presentation is furnished as Exhibit 99.1.

The information in this Current Report on Form 8-K, including Exhibit 99.1 furnished herewith, shall not be deemed “filed” for purposes of Section 18 of the Securities and Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that Section, and shall not be incorporated by reference into any registration statement or other document filed pursuant to the Securities Act of 1933, as amended, or the Exchange Act, except as otherwise stated in such filing.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits

The following exhibit is included herewith:

| Exhibit No. | Description |
|--------------------|--|
| 99.1 | Press Release of Ingersoll-Rand Company Limited dated February 14, 2006. |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

INGERSOLL-RAND COMPANY LIMITED
(Registrant)

Date: February 14, 2006

By: /s/ Richard W. Randall

Richard W. Randall
Vice President and Corporate Controller
Principal Accounting Officer

EXHIBIT INDEX

| Exhibit No. | Description |
|------------------------|--------------------|
|------------------------|--------------------|

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