Edgar Filing: GLENN T MICHAEL - Form 4

Form 4	MICHAEL									
November FORI	ЛЛ								PPROVAL	
	UNITED		RITIES A shington	N OMB Number:	3235-0287					
if no lo subject Section Form 4 Form 5	to 16. or Filed pu	MENT OF		SECU	Estimated burden hou response	January 31Expires:200!Estimated averageburden hours perresponse0.5				
obligat may co <i>See</i> Ins 1(b).		· /		•	U	npany Act y Act of 1	of 1935 or Secti 940	ion		
(Print or Type	e Responses)									
1. Name and Address of Reporting Person <u>*</u> GLENN T MICHAEL			2. Issuer Name and Ticker or Trading Symbol PENTAIR INC [PNR]				5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 5500 WAYZATA BLVD., SUITE 800			3. Date of Earliest Transaction (Month/Day/Year) 11/13/2009				(Check all applicable) _X_ Director 10% Owner Officer (give title Other (specify below)			
GOLDEN	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					
(City)	(State)	(Zip)				a •	Person	6 D (*)		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	-	ed Date, if	3.	4. Securiti nAcquired (Disposed ((Instr. 3, 4	es (A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	of, or Beneficia 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Reminder: Ro	eport on a separate lin	e for each cla	ass of sect	urities bene	Person inform require	ns who res ation cont ed 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)	

number.

 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. Number of	6. Date Exercisable and	7. Title and Amount o
Derivative Security	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orDerivative	Expiration Date	Underlying Securities
(Instr. 3)	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)		Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Number of Share
Phantom Stock Units (Deferred Compensation)	\$ 1 <u>(1)</u>	11/13/2009		A <u>(2)</u>		91.138		(3)	(3)	Common Stock	91.13

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
GLENN T MICHAEL 5500 WAYZATA BLVD. SUITE 800 GOLDEN VALLEY, MN 55416	Х							
Signatures								
s/ Louis L. Ainsworth, Attorney-in-Fact		11/16/2009)					

**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) Phantom stock units convert into common stock on a one-for-one basis.
- Represents phantom stock units credited under a deferred compensation plan for non-employee directors over which the reporting person (2)has no current dispositive or voting power.
- (3) Settlement of phantom stock units will be in Pentair common stock in accordance with reporting person's irrevocable election.
- Shares acquired under this Plan are purchased over a three-day trading period. The price shown is the average purchase price over the (4) trading period.
- End-of-period holdings include shares acquired under a dividend reinvestment plan in exempt transaction not required to be reported (5) pursuant to Section 16(a).

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.