#### GARDNER DENVER INC

Form 4 April 04, 2006

# 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 obligations may continue.

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* SCHUMACHER DIANE K

(First) (Last)

(Middle)

(Zip)

2. Transaction Date 2A. Deemed

COOPER INDUSTRIES INC, 600 TRAVIS SUITE 5800

(Street)

(State)

(Month/Day/Year)

Execution Date, if

(Month/Day/Year)

HOUSTON, TX 77002

(City)

1.Title of

Security

(Instr. 3)

2. Issuer Name and Ticker or Trading

Symbol

GARDNER DENVER INC [GDI]

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

03/31/2006

4. If Amendment, Date Original

Filed(Month/Day/Year)

3.

Code

(Instr. 8)

4. Securities

Code V Amount (D) Price

Disposed of (D)

(Instr. 3, 4 and 5)

(A)

or

TransactionAcquired (A) or

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 6. Ownership

> Beneficially Owned

Issuer

below)

\_X\_\_ Director

Applicable Line)

Officer (give title

Reported Transaction(s) (Instr. 3 and 4)

5. Amount of Securities

Following

(Instr. 4)

(I)

Form: Direct

7. Nature of

Ownership

(Instr. 4)

Indirect

(D) or Indirect Beneficial

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

**OMB** 

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

(Check all applicable)

10% Owner

Other (specify

Estimated average

burden hours per

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.

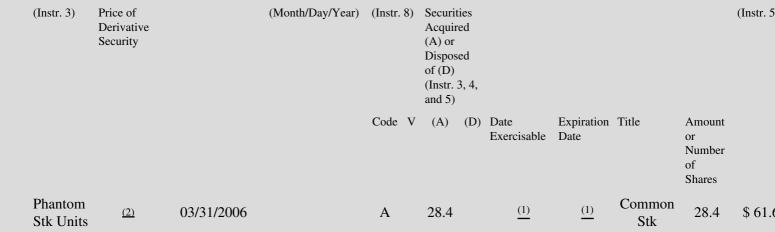
### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount of 8. Price Derivative Conversion (Month/Day/Year) Execution Date, if Transactionof **Expiration Date Underlying Securities** Security or Exercise any Code Derivative (Month/Day/Year) (Instr. 3 and 4)

Derivat

Security

### Edgar Filing: GARDNER DENVER INC - Form 4



## **Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHUMACHER DIANE K COOPER INDUSTRIES INC 600 TRAVIS SUITE 5800 HOUSTON, TX 77002	X			

# **Signatures**

/s/ Diane K.
Schumacher

\*\*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).
- 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
- (1) the director ceases to be a director of the Company for any reason, (or in no more than twelve installments beginning on the aforementioned date) pursuant to the Company's Phantom Stock Plan for Outside Directors (the "Phantom Plan").
- (2) The security converts to common stock on a one-for-one basis.
- (3) Cumulative phantom units accumulated by director during her Board tenure.

#### **Remarks:**

Tracy D. Pagliara, Attorney-in-fact for Diane K. Schumacher, pursuant to Power of Attorney dated August 29, 2002 and filed with the SEC on October 2, 2002.

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.

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