GARDNER DENVER INC

Form 4 May 08, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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January 31,

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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, 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).

Common

Stock

05/04/2006

(Print or Type Responses)

(Ellin of Type Nesponses)												
1. Name and Address of Reporting Person * CENTANNI ROSS J			2. Issuer Name and Ticker or Trading Symbol GARDNER DENVER INC [GDI]					5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (N	Middle)	3. Date of Earliest Transaction					(Check all applicable)				
GARDNER	R DENVER, INC. R EXPRESSWAY	, 1800	(Month/Day/Year) 05/04/2006					Director 10% Owner X Officer (give title Other (specify below)				
	(Street)				4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
QUINCY, I	Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secur	ities Acqu	aired, Disposed of	f, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	med on Date, if Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				5. Amount of Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(A) or (D) Price		Transaction(s) (Instr. 3 and 4)				
Common Stock	05/04/2006			S	700	D	\$ 78.7	162,403	D			
Common Stock	05/04/2006			S	100	D	\$ 78.71	162,303	D			
Common Stock	05/04/2006			S	300	D	\$ 78.72	162,003	D			
Common Stock	05/04/2006			S	6,900	D	\$ 79	155,103	D			

S

100

D

155,003

D

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Common Stock	05/04/2006	S	100	D	\$ 79.02	154,903	D	
Common Stock	05/04/2006	S	2,100	D	\$ 79.03	152,803	D	
Common Stock	05/04/2006	S	800	D	\$ 79.04	152,003	D	
Common Stock	05/05/2006	S	200	D	\$ 79.84	151,803	D	
Common Stock	05/05/2006	S	100	D	\$ 79.85	151,703	D	
Common Stock	05/05/2006	S	300	D	\$ 79.91	151,403	D	
Common Stock	05/05/2006	S	13,700	D	\$ 80	137,703	D	
Common Stock	05/05/2006	S	600	D	\$ 80.06	137,103	D	
Common Stock	05/05/2006	S	700	D	\$ 80.2	136,403	D	
Common Stock	05/05/2006	S	500	D	\$ 80.21	135,903	D	
Common Stock	05/05/2006	S	100	D	\$ 80.27	135,803	D	
Common Stock	05/05/2006	S	100	D	\$ 80.32	135,703	D	
Common Stock	05/05/2006	S	1,100	D	\$ 80.45	134,603	D	
Common Stock						3,850 (1)	I	By wife
Common Stock						29,283 (2)	I	401(k) and Excess Plan

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

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SEC 1474

(9-02)

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. 6. Date Exercisable and 7. Title and Derivative Conversion (Month/Day/Year) Execution Date, if TransactionNumber Expiration Date Amount of Derivative Derivative

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Security (Instr. 3)	or Exercise Price of	any (Month/Day/Year)	Code (Instr. 8)	of Derivative	(Month/Day/	Year)	Underlying Securities	Security (Instr. 5)	Secur Bene
	Derivative			Securities			(Instr. 3 and 4)	Own
	Security			Acquired					Follo
				(A) or					Repo
				Disposed					Trans
				of (D)					(Instr
				(Instr. 3,					
				4, and 5)					
			Code V	(A) (D)	Date	Expiration	Title Amoun	ıt	
					Exercisable	Date	or		
							Numbe	r	
							of		
							Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CENTANNI ROSS J GARDNER DENVER, INC. 1800 GARDNER EXPRESSWAY QUINCY, IL 62305

Chairman, President & CEO

Signatures

/s/ Ross J. Centanni 05/08/2006

**Signature of Date
Reporting Person

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 reporting person disclaims the beneficial ownership of all securities held by his wife and this report should not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16, or any other purpose.
- (2) The information reported herein is based on a report dated as of 5/4/06 from the Plan's recordkeeper, Wachovia Bank, N.A.

Remarks:

Form 4 Filing 2 of 3 (continuation report). Related transactions effected by the Reporting Person on May 4 & 5, 2006 are reported on additional Forms 4.

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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