

GARDNER DENVER INC
Form 4
January 11, 2007

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 *
BARGER DONALD G JR

(Last) (First) (Middle)

YRC WORLDWIDE, INC., 10990
ROE AVENUE (MS A1030)

(Street)

OVERLAND
PARK, KS 66211-1213

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GARDNER DENVER INC [GDI]

3. Date of Earliest Transaction
(Month/Day/Year)
01/09/2007

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)

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 Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|--------|---|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 01/09/2007 | | M ⁽¹⁾ | | 9,000 | A | \$ 9.86 | 38,658 | D | |
| Common Stock | 01/09/2007 | | M ⁽¹⁾ | | 9,000 | A | \$ 12.91 | 47,658 | D | |
| Common Stock | 01/09/2007 | | S ⁽¹⁾ | | 200 | D | \$ 35.08 | 47,458 | D | |
| Common Stock | 01/09/2007 | | S ⁽¹⁾ | | 600 | D | \$ 35.09 | 46,858 | D | |
| Common Stock | 01/09/2007 | | S ⁽¹⁾ | | 382 | D | \$ 35.1 | 46,476 | D | |

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| | | | | | | | |
|--------------|------------|-------------|-------|---|------------|--------|---|
| Common Stock | 01/09/2007 | <u>S(1)</u> | 318 | D | \$ 35.11 | 46,158 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 1,000 | D | \$ 35.12 | 45,158 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 1,500 | D | \$ 35.16 | 43,658 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 1,000 | D | \$ 35.17 | 42,658 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 960 | D | \$ 35.18 | 41,698 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 540 | D | \$ 35.2 | 41,158 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 500 | D | \$ 35.21 | 40,658 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 1,500 | D | \$ 35.222 | 39,158 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 300 | D | \$ 35.23 | 38,858 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 500 | D | \$ 35.24 | 38,358 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 500 | D | \$ 35.2405 | 37,858 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 1,100 | D | \$ 35.25 | 36,758 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 500 | D | \$ 35.26 | 36,258 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 1,100 | D | \$ 35.29 | 35,158 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 2,350 | D | \$ 35.3 | 32,808 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 1,950 | D | \$ 35.31 | 30,858 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 700 | D | \$ 35.32 | 30,158 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 200 | D | \$ 35.34 | 29,958 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 1,100 | D | \$ 35.35 | 28,858 | D |
| Common Stock | 01/09/2007 | <u>S(1)</u> | 2,000 | D | \$ 35.36 | 26,858 | D |
| | 01/09/2007 | <u>S(1)</u> | 2,500 | D | \$ 35.37 | 24,358 | D |

Common
Stock

Common Stock 01/09/2007 S⁽¹⁾ 999 D \$ 35.38 23,359 D

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) | Amount or Number of Shares |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Nonemployee Director Stk Option (right-to-buy) ⁽²⁾ | \$ 9.86 | 01/09/2007 | | M ⁽¹⁾ | 9,000 | ⁽³⁾ 05/07/2008 | Common Stock | 9,000 |
| Nonemployee Director Stk Option (right-to-buy) ⁽²⁾ | \$ 12.91 | 01/09/2007 | | M ⁽¹⁾ | 9,000 | ⁽⁴⁾ 05/08/2007 | Common Stock | 9,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BARGER DONALD G JR YRC WORLDWIDE, INC. 10990 ROE AVENUE (MS A1030) OVERLAND PARK, KS 66211-1213 | X | | | |

Signatures

/s/Tracy D. Pagliara,
Attorney-in-fact

01/11/2007

__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 transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adapted by the reporting person on June 19, 2006.
- (2) Options granted under the Company's Long-Term Incentive Plan, as amended, a Rule 16b-3 plan.
- (3) Options vested in one installment on May 7, 2004.
- (4) Options vested in one installment on May 8, 2003.

Remarks:

Form 4 Filing 1 of 2 (continuation report). Related transactions effected by the Reporting Person on January 9, 2007 are reported

Tracy D. Pagliara, Attorney-in-fact for Donald G. Barger, Jr., pursuant to Power of Attorney dated September 24, 2002 and filed

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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