Edgar Filing: GARDNER DENVER INC - Form 4

GARDNEF Form 4 April 02, 20	R DENVER INC									
FOR	1 4 _{UNITED}	STATES		RITIES A			COMMISSION	-	PPROVAL 3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). TATEMENT 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									January 31, 2005 average urs per . 0.5	
(Print or Type	Responses)									
1. Name and MCKENN	g Person <u>*</u>	Symbol	er Name an NER DE		-	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle) GARDNER DENVER, INC., 1800 GARDNER EXPRESSWAY			3. Date of Earliest Transaction (Month/Day/Year) 03/30/2007				(Check all applicable) <u>X</u> Director Officer (give title below) Differ (specify below)			
(Street) QUINCY, IL 62305			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 Person 				
(City)	(State)	(Zip)	Tat	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	Code (Instr. 8)	4. Securiti onAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	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 Indirect Beneficial Ownership (Instr. 4)	
Reminder: Re	eport on a separate lin	e for each cla	ass of sec	urities bene	Perso inform requir	ns who rest nation cont red to resp ays a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	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. Number	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securi

Edgar Filing: GARDNER DENVER INC - Form 4

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 3		Acquired (A) or Disposed (D) (Instr. 3, and 5)	d of					(Instr.
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stk Units	<u>(1)</u>	03/30/2007		А		51.4		(2)	(2)	Common Stock	51.4	\$ 34
Phantom Stk Units	<u>(1)</u>	03/30/2007		А		330.2 (4)		(2)	(2)	Common Stock	330.2 (4)	\$ 34

Reporting Owners

Reporting Owner Name / Address						
hoportung o when i kine i	Reporting Owner Punic / Punicess				Other	
MCKENNA THOMAS I GARDNER DENVER, I 1800 GARDNER EXPR QUINCY, IL 62305	NC.	Х				
Signatures						
/s/Tracy D. Pagliara	04/02/20)07				
<u>**</u> 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 security converts to common stock on a one-for-one basis.

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(2) 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").

- (3) Cumulative phantom units accumulated by director during his Board tenure.
- (4) These phantom stock units were accrued under the Phantom Plan as a result of an election by the reporting person to defer compensation.

Remarks:

Tracy D. Pagliara, Attorney-in-fact for Thomas M. McKenna, pursuant to Power of Attorney dated September 9, 2002 and file

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.