

CENTANNI ROSS J  
Form 4  
May 04, 2007

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
CENTANNI ROSS J

(Last) (First) (Middle)

GARDNER DENVER, INC., 1800  
GARDNER EXPRESSWAY

(Street)

QUINCY, IL 62305

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/02/2007

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)

Chairman, President & CEO

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
| Common Stock                    | 05/02/2007                           |  | S                              | 7,900   | D \$ 38.23  | 316,096  | D   |
| Common Stock                    | 05/02/2007                           |  | S                              | 2,100   | D \$ 38.22  | 313,996  | D   |
| Common Stock                    | 05/02/2007                           |  | S                              | 4,100   | D \$ 38.21  | 309,896  | D   |
| Common Stock                    | 05/02/2007                           |  | S                              | 500   | D \$ 38.2   | 309,396  | D   |
| Common Stock                    | 05/02/2007                           |  | S                              | 500   | D \$ 38.17  | 308,896  | D   |

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|              |            |   |        |   |          |                       |   |                      |
|--------------|------------|---|--------|---|----------|-----------------------|---|----------------------|
| Common Stock | 05/02/2007 | M | 4,160  | A | \$ 6.31  | 313,056               | D |                      |
| Common Stock | 05/02/2007 | M | 37,840 | A | \$ 13.42 | 350,896               | D |                      |
| Common Stock | 05/03/2007 | S | 500    | D | \$ 38.29 | 350,396               | D |                      |
| Common Stock | 05/03/2007 | S | 500    | D | \$ 38.28 | 349,896               | D |                      |
| Common Stock | 05/03/2007 | S | 600    | D | \$ 38.25 | 349,296               | D |                      |
| Common Stock | 05/03/2007 | S | 400    | D | \$ 38.24 | 348,896               | D |                      |
| Common Stock | 05/03/2007 | S | 100    | D | \$ 38.24 | 348,796               | D |                      |
| Common Stock | 05/03/2007 | S | 9,900  | D | \$ 38.23 | 338,896               | D |                      |
| Common Stock | 05/03/2007 | S | 300    | D | \$ 38.17 | 338,596               | D |                      |
| Common Stock | 05/03/2007 | S | 100    | D | \$ 38.15 | 338,496               | D |                      |
| Common Stock | 05/03/2007 | S | 900    | D | \$ 38.13 | 337,596               | D |                      |
| Common Stock | 05/03/2007 | S | 400    | D | \$ 38.11 | 337,196               | D |                      |
| Common Stock | 05/03/2007 | S | 2,800  | D | \$ 38.1  | 334,396               | D |                      |
| Common Stock | 05/03/2007 | S | 200    | D | \$ 38.08 | 334,196               | D |                      |
| Common Stock | 05/03/2007 | S | 300    | D | \$ 38.07 | 333,896               | D |                      |
| Common Stock | 05/03/2007 | S | 4,300  | D | \$ 38.06 | 329,596               | D |                      |
| Common Stock | 05/03/2007 | S | 20,700 | D | \$ 38.05 | 308,896               | D |                      |
| Common Stock |            |   |        |   |          | 7,265 <sup>(1)</sup>  | I | Wife                 |
| Common Stock |            |   |        |   |          | 59,190 <sup>(2)</sup> | I | 401K and Excess Plan |

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

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(9-02)

**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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option (Right-to-buy)       | \$ 6.31  | 05/03/2007                           |  | M                              | 4,160   | (3) 03/01/2009   | Common Stock  | 4,160                      |
| Employee Stock Option (Right-to-buy)       | \$ 13.42   | 05/03/2007                           |  | M                              | 37,840  | (3) 03/02/2008   | Common Stock  | 54,700                     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                           |       |
|--|---------------|-----------|---------------------------|-------|
|  | Director      | 10% Owner | Officer                   | Other |
| CENTANNI ROSS J<br>GARDNER DENVER, INC.<br>1800 GARDNER EXPRESSWAY<br>QUINCY, IL 62305 |               |           | Chairman, President & CEO |       |

## Signatures

/s/ Tracy D. Pagliara,  
Attorney-in-fact  
\*\*Signature of Reporting Person

05/04/2007  
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 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 reporting person acquired shares under the Company's Retirement Savings Plan, a 401(k) plan, and the related Supplemental Excess Defined Contribution Plan. The information reported herein is based on a report dated as of 5/1/07 from the Plan's recordkeeper, JPMorgan.

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- (3) The options, granted under the Company's Long-Term Incentive Plan, as amended, are exercisable in cumulative increments of one-third each.

### **Remarks:**

Form 4 Filing 2 of 2 (continuation report). Related transactions effected by the Reporting Person on May 2 and May 3, 2007  
Tracy D. Pagliara, Attorney-in-fact for Ross J. Centanni, pursuant to Power of Attorney dated August 28, 2002 and filed with

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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