**ACTUANT CORP** Form 4 January 13, 2009

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB APPROVAL OMB** 

3235-0287 Number: January 31, Expires:

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Check this box if no longer subject to Section 16. Form 4 or Form 5

**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

(Print or Type Responses)

1(b).

See Instruction

1. Name and Ao FISCHER T	ddress of Reporting Po HOMAS J	Symbol	2. Issuer Name and Ticker or Trading     Symbol     ACTUANT CORP [ATU]      3. Date of Earliest Transaction			5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last)	(First) (M	iddle) 3. Date of								
(Eust)	(Tilst) (Hi	, 0.2400 01		iisactioii		X Director	109	6 Owner		
13000 WEST DRIVE	T SILVER SPRIN		(Month/Day/Year) 01/09/2009				Officer (give title Other (specify below)			
	(Street)	4. If Amer	4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check			
BUTLER, W	VI 53007	Filed(Mont					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
,						Person				
(City)	(State) (Z	Zip) Table	I - Non-De	erivative S	ecurities Ac	quired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securit nAcquired Disposed (Instr. 3,	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(D) Price	(Instr. 3 and 4)				
Class A										
Common						6,000	D			
Stock										

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)

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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. Transactic Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option (right to buy) (1)	\$ 18.42	01/09/2009		A	15,000	12/09/2009	01/09/2019	Class A Common Stock	15,000

#### **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

FISCHER THOMAS J 13000 WEST SILVER SPRING DRIVE X BUTLER, WI 53007

### **Signatures**

/s/ Eric Orsic, as Attorney-in-Fact 01/13/2009

\*\*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) Option granted under the Actuant Corporation 2009 Omnibus Incentive Plan.

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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