## Edgar Filing: PENTAIR INC - Form 4

PENTAIR INC Form 4	C											
June 14, 2005	4								PPROVAL			
Washington, D.C. 20549									3235-0287			
if no longer subject to	Section 16. SECURITIES Form 4 or								January 31, 2005 d average burs per 0.5			
obligations may contin <i>See</i> Instruct 1(b).	ue. Section 17(	(a) of the H	Public U	Itility Hol	ding Con		of 1935 or Secti					
(Print or Type Rea	sponses)											
1. Name and Add HAGGERTY	Person <u>*</u>	2. Issuer Name <b>and</b> Ticker or Trading Symbol PENTAIR INC [PNR]				5. Relationship of Reporting Person(s) to Issuer						
(Last)	(First) (A	Middle)					(Check all applicable)					
5500 WAYZA 800	ATA BLVD., S	UITE	(Month/Day/Year) 06/13/2005				X_ Director 10% Owner Officer (give title Other (specify below) below)					
(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)					I	<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> <li>Person</li> </ul>						
VALLEY, MI	N 55416-1261						1 613011					
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	Acquired, Disposed		lly Owned			
	Transaction Date Aonth/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V		(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)				
Reminder: Repor	t on a separate line	e for each cla	ass of sec	urities bene	-	-	-					
					inform requir	ation cont ed to resp ys a curre	spond to the colle tained in this forn 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 of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun Numbe Shares
Phantom Stock Units - Deferred Compensation	\$ 1 <u>(1)</u>	06/13/2005		A <u>(2)</u>		283.789		(4)	<u>(4)</u>	Common Stock	283.7

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
r g -	Director	10% Owner	Officer	Other			
HAGGERTY CHARLES A 5500 WAYZATA BLVD. SUITE 800 GOLDEN VALLEY, MN 55416-1261	Х						
Signatures							
Louis L. Ainsworth, Attorney-In-Fact	06/14	/2005					

<u>\*\*</u>Signature of 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).

Date

- (1) Phantom stock units convert into common stock on a one-for-one basis.
- (2) Represents phantom stock units credited under a deferred compensation plan for non-employee directors over which the reporting person has no current dispositive or voting power.
- (3) Shares acquired under this Plan are purchased over a three-day trading period. The price shown is the average purchase price over the trading period.
- (4) Settlement of phantom stock units will be in Pentair common stock in accordance with reporting person's irrevocable election.

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.