Edgar Filing: GLENN T MICHAEL - Form 4

GLENN T MICH Form 4	IAEL										
October 16, 2007											
								OMB A	PPROVAL		
FORM 4	UNITED	STATES		RITIES A			COMMISSIO		3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 shiled pursuant to Section 16(a) of the Securities Exchange Act of 1934,								Estimated burden hou response	Estimated average burden hours per response 0.5		
See Instruction 1(b). See Instruction See Instruction											
(Print or Type Respon	nses)										
1. Name and Addres GLENN T MICH	Person [*]	2. Issuer Name and Ticker or Trading Symbol PENTAIR INC [PNR]				5. Relationship of Reporting Person(s) to Issuer					
(Last)	(Che							eck all applicabl	k all applicable)		
5500 WAYZAT. 800	,	(Month/Day/Year) 10/12/2007				X_ Director 10% Owner Officer (give title Other (specify below) below)					
				endment, D onth/Day/Yea	-	I	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
VALLEY, MN 5	5416-1261						reison				
(City) (State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned		
	ansaction Date th/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	Code	4. Securiti nAcquired 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: Report on	a separate line	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	Amount or Number of Shares
Phantom Stock Units - Deferred Compensation	\$ 1 <u>(1)</u>	10/12/2007		A <u>(2)</u>		67.906		(3)	(3)	Common Stock	67.906

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
GLENN T MICHAEL 5500 WAYZATA BLVD. SUITE 800 GOLDEN VALLEY, MN 55416-1261	Х			
Signatures				
Louis L. Ainsworth, Attorney-in-Fact	10/16	/2007		
**Signature of Reporting Person	Dat	te		

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) 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.
- (4) 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.
- (3) 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.