## Edgar Filing: MERRIMAN RONALD - Form 4

MERRIMA Form 4	N RONALD										
May 16, 20	11										
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FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287		
Check t if no lor subject Section Form 4	nger <b>STATEN</b> to 16.	F CHAI	NGES IN SECUI	Estimated burden hou	Lanuary 31Expires:2005Estimated averageburden hours perresponse0.5						
Form 5 obligations may continue. See Instruction 1(b). 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 <u>*</u> MERRIMAN RONALD			2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
		PENTAIR INC [PNR]				(Check all applicable)					
(Last) (First) (Middle)			3. Date of Earliest Transaction				X Director 10% Owner				
5500 WAY 800	SUITE	(Month/Day/Year) 05/13/2011				Officer (give titleOther (specify below) below)					
(Street) 4. If Amendment, Date O Filed(Month/Day/Year)				-	Applicable Line) _X_ Form filed by O						
GOLDEN	VALLEY, MN 53	5416					Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	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. Deem Execution any (Month/Da	Date, if	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price		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)			
Demindor De	port on a constation	a for each a	one of eco	urities hare	ficially or		rindiractly				
keminder: Ke	port on a separate line	e for each cl	ass of sec	urities bene	Perso inforn requir	ns who res nation cont red to respo	prindirectly. spond to the colle ained in this form ond unless the fo ntly valid OMB cc	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 o
Derivative Security	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
(Instr. 3)	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

number.

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	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 Share
Phantom Stock Units (Deferred Compensation)	\$ 1 <u>(1)</u>	05/13/2011		A <u>(2)</u>		15.781		(3)	(3)	Common Stock	15.78

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MERRIMAN RONALD 5500 WAYZATA BLVD. SUITE 800 GOLDEN VALLEY, MN 55416	Х						
Signatures							
s/ Angela D. Lageson, Attorney-in-Fact		05/16/201	1				

\*\*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) Phantom stock units convert into common stock on a one-for-one basis.
- Represents phantom stock units credited under a deferred compensation plan for non-employee directors over which the reporting person (2)has no current dispositive or voting power.
- (3) Settlement of phantom stock units will be in Pentair common stock in accordance with reporting person's irrevocable election.
- Shares acquired under this Plan are purchased over a three-day trading period. The price shown is the average purchase price over the (4) trading period.
- End-of-period holdings include shares acquired under a dividend reinvestment plan in exempt transaction not required to be reported (5) pursuant to Section 16(a).

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.