Edgar Filing: SHAWLEY STEVEN R - Form 4

SHAWLEY ST	EVEN R									
Form 4										
August 01, 2012								0145.4		
FORM 4		STATES	SECU	DITIES	AND FY	CHANCE	COMMISSIO		PPROVAL	
Washington, D.C. 20549									3235-0287	
Check this box if no longer									January 31, 2005	
subject to STATEMENT OF CHANGES IN BENEFICIAL Section 16. SECURITIES Form 4 or								Estimated burden hou response	l average ours per	
Form 5 obligations may continue <i>See</i> Instruction 1(b).	Section 17((a) of the l	Public U	Jtility Hol	lding Coi		nge Act of 1934, of 1935 or Secti 940			
(Print or Type Resp	oonses)									
1. Name and Addro SHAWLEY ST	Person [*]	2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
			Ingerso	oll-Rand p	olc [IR]		(Check all applicable)			
(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)						Director 10% Owner				
C/O INGERSO COMPANY, 80 STREET		07/31/2012				_X_ Officer (give title Other (specify below) below) Senior Vice President and CFO				
	4. If Amendment, Date Original Filed(Month/Day/Year)			al	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 					
DAVIDSON, N	NC 28036						Person	where that one re	oportung	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	ransaction Date	Execution any	Date, if	Code (Instr. 8)		(A) or of (D) 4 and 5) (A) or	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code v	Amount	(D) Price				
Reminder: Report of	on a separate line	e for each cl	ass of sec	urities bene	Perso	ons who res	pond to the colle		SEC 1474	
					requi	red to respo ays a curre	ained in this form ond unless the fo ntly valid OMB co	rm	(9-02)	
	Tab					sposed of, or convertible s	Beneficially Owner securities)	1		

1. Title of	2.	3. Transaction Date	3A. Deemed	4. 5. Num	ıber	6. Date Exercisable and	7. Title and Amount	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction of Deri	vative	Expiration Date	of Underlying	Deriva

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Security (Instr. 3)	•		any (Month/Day/Year)		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		Securities (Instr. 3 and 4)		Securit (Instr.
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Phantom Stock Units	\$ 0	07/31/2012		А	72.86		<u>(1)</u>	<u>(1)</u>	Ordinary Shares	72.86	\$ (

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
SHAWLEY STEVEN R C/O INGERSOLL-RAND COMPANY 800-E BEATY STREET DAVIDSON, NC 28036			Senior Vice President and CFO				
Signatures							
/s/ S. Wade Sheek - Attorney-in-Fact	08/01/2	2012					

**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) These Phantom Stock Units are to be settled in cash equal to the fair market value of ordinary shares multiplied by the number of phantom stock units held upon the reporting person's termination of employment with the issuer.
- (2) Amount represents an approximate number of shares based on the total market value of the reporting person's Company stock fund units, as reported by the trustee of the Company supplemental compensation plans.

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.