### SZEWS CHARLES L

Form 4

March 02, 2012

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

**OMB APPROVAL** 

Number:

3235-0287

Expires:

January 31, 2005

0.5

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may continue.

See Instruction

Check this box

if no longer

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SZEWS CHARLES L			2. Issuer Name <b>and</b> Ticker or Trading Symbol GARDNER DENVER INC [GDI]				g	5. Relationship of Reporting Person(s) to Issuer			
(Last) OSHKOSH OREGON	I CORPORATIO	(Middle) N, 2307	3. Date of Earliest Transaction (Month/Day/Year) 03/01/2012			_	_X Director Officer (give t		Owner r (specify		
				Filed(Month/Day/Year)				<i>F</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		
(City)	(State)	(Zip)	Tab	le I - No	n-I	Derivative	Secu	rities Acqui	ired, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deen Execution any (Month/D	Date, if	Code (Instr. 8		4. Securi oner Dispos (Instr. 3,	sed of		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)
Common Stock	03/01/2012			M		3,600	A	\$ 38.32	6,000	D	
Common Stock	03/01/2012			S		2,471	D	\$ 69.5016 (1)	3,529	D	

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)

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 op for Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerc Expiration D (Month/Day/	ate	7. Title and A Underlying S (Instr. 3 and	Securitie
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shares
Nonemployee Director Stock Option (Right-to-buy)	\$ 38.32	03/01/2012		M	3,600	(3)	05/02/2012	Common Stock	3,60

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1 8	Director	10% Owner	Officer	Other		
SZEWS CHARLES L OSHKOSH CORPORATION 2307 OREGON STREET OSHKOSH, WI 54902	X					

## **Signatures**

/s/ Brent A. Walters, Attorney-in-fact

03/02/2012

\*\*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).
- This price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$69.46 to \$69.53, inclusive. The reporting person undertakes to provide Gardner Denver, Inc., any security holder of Gardner Denver, Inc. or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each
- **(1)** separate price within the ranges set forth in this footnote (1) to this Form 4.
- Options granted under the Company's Long-Term Incentive Plan, as amended, a Rule 16b-3 plan. **(2)**
- Options vested in one installment on May 2, 2008.

#### **Remarks:**

Brent A. Walters, Attorney-in-fact for Charles L. Szews, pursuant to Power of Attorney dated November 13, 2009 and filed w Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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