

FRANKLIN ELECTRIC CO INC
 Form 3
 May 23, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Kenney Donald P		(Month/Day/Year)	FRANKLIN ELECTRIC CO INC [FELE]	
(Last)	(First)	(Middle)	05/02/2014	
9255 COVERDALE ROAD			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
FORT WAYNE,Â INÂ 46809			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			VP and President Energy System	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Restricted stock award	18,506 ⁽¹⁾	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

Edgar Filing: FRANKLIN ELECTRIC CO INC - Form 3

				Shares		(I) (Instr. 5)	
option	Â (2)	02/17/2016	common stock	6,200	\$ 22.95	D	Â
option	Â (2)	02/09/2017	common stock	5,800	\$ 24.435	D	Â
option	Â (2)	02/28/2018	common stock	12,000	\$ 16.095	D	Â
option	Â (2)	03/05/2019	common stock	6,374	\$ 8.67	D	Â
option	Â (2)	03/23/2020	common stock	3,092	\$ 14.945	D	Â
option	Â (2)	03/02/2021	common stock	2,334	\$ 21.715	D	Â
option	Â (2)	05/04/2022	common stock	3,016	\$ 24.095	D	Â
option	Â (2)	03/06/2023	common stock	3,230	\$ 32.53	D	Â
option	Â (2)	03/04/2024	common stock	2,681	\$ 43.27	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kenney Donald P 9255 COVERDALE ROAD FORT WAYNE, IN 46809	Â	Â	Â VP and President Energy System	Â

Signatures

Donald P.
Kenney 05/22/2014

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

Includes 4406 restricted stock shares that vest 4 years after the 3/2/2011 grant date, 5588 restricted stock shares that vest 4 years after the

(1) 5/4/2012 grant date, 4796 restricted stock units that vest 4 years after the 3/6/2013 vest date, and 3716 restricted stock units that vest 4 years after the 3/4/2014 grant date.

(2) The options became exercisable in four equal installments of 1/4 each year, beginning on the first anniversary of the grant date

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.