Abi-Karam Leslie Form 4 November 28, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction

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 * Abi-Karam Leslie			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			PENTAIR LTD [PNR]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
5500 WAYZATA BLVD., SUITE 800			(Month/Day/Year) 11/27/2012	_X_ Director 10% Owner Officer (give title below) Other (specification)			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
GOLDEN VALLEY, MN 55416			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Table I Non Desirative Committee As	guined Disposed of an Daneficially Owner			

(City)	(State)	Tabl	le I - Non-I	Derivative Sec	urities Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of	2. Transaction Date		3.	4. Securities	*	5. Amount of	6.	7. Nature of
Security (Instr. 3)	(Month/Day/Year)	Execution Date, if any	Code	on(A) or Dispos (Instr. 3, 4 an	` ′	Securities Beneficially	Ownership Form: Direct	Indirect Beneficial
((Month/Day/Year)	(Instr. 8)	(,	,	Owned	(D) or	Ownership
						Following	Indirect (I)	(Instr. 4)
				(A)	Reported Transaction(s)	(Instr. 4)	
			Code V	Amount (D		(Instr. 3 and 4)		
Common Shares	11/27/2012		S	1,050 D	\$ 47.721	3,193	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)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transacti Code	5. orNumber of	6. Date Exer Expiration D (Month/Day)	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Derivative Securities 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)					(2)	(2)	Common Shares	3,229.809

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Abi-Karam Leslie 5500 WAYZATA BLVD., SUITE 800 GOLDEN VALLEY, MN 55416	X					

Signatures

/s/ John K. Wilson, Attorney-in-Fact for Leslie Abi-Karam

11/28/2012

**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) Phantom stock units convert into common shares on a one-for-one basis.
- (2) Settlement of phantom stock units will be in Pentair common shares in accordance with reporting person's irrevocable election.
- (3) End-of-period holdings include shares acquired under a dividend reinvestment plan in exempt transaction not required to be reported 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.

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