Edgar Filing: BURRIS JERRY W - Form 4

BURRIS JE	RRY W											
Form 4												
June 14, 201	1											
FORM		OMB APPROVAL										
	UNITED	STATES	N OMB Number:	3235-0287								
Check th if no long subject to Section 1 Form 4 o Form 5	ger STATEN 6. r	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES										
obligatio may cont See Instr 1(b).	ns Section 17(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 I	Responses)											
1. Name and Address of Reporting Person <u>*</u> BURRIS JERRY W			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer					
			PENTA	AIR INC	[PNR]		(Check all applicable)					
(Last)	(First) (I	Middle)	Idle) 3. Date of Earliest Transaction				(Che	(Check an applicable)				
5500 WAYZATA BLVD., SUITE 800			(Month/Day/Year) 06/13/2011				X_ Director10% Owner Officer (give titleOther (specify below)Other (specify					
			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
GOLDEN V	ALLEY, MN 55	5416					Form filed by Person	More than One R	eporting			
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivativ	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme 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		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)				
Reminder: Rep	oort on a separate line	e for each cla	ass of sec	Code V urities bene	ficially o Pers	wned directly	or indirectly. spond to the colle		SEC 1474			
					requ	ired to resp	tained in this forn ond unless the fo ntly valid OMB co	rm	(9-02)			

number.

 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
Derivative Security	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	Derivative	Expiration Date	Underlying Securitie
(Instr. 3)	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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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	Amou Numb Shares
Phantom Stock Units (Deferred Compensation)	\$ 1 <u>(1)</u>	06/13/2011		A <u>(2)</u>		125.801		<u>(3)</u>	(3)	Common Stock	125.8

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
BURRIS JERRY W 5500 WAYZATA BLVD. SUITE 800 GOLDEN VALLEY, MN 55416	Х							
Signatures								
s/ Angela D. Lageson, Attorney-in-Fact		06/14/201	1					
<u>**Signature of Reporting Person</u>		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.
- (2) Represents phantom stock units credited under a deferred compensation plan for non-employee directors over which the reporting person 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.
- (4) Shares acquired under this Plan are purchased over a three-day trading period. The price shown is the average purchase price over the trading period.

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.