FORM	4
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Check this box if no
longer subject to
Section 16. Form 4 or
Form 5 obligations
may continue. See
Instruction 1(b).

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

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden 0.5 hours per response ..

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print of Type Responses)										-	
1. Name and Address of Reporting Perso YOST LARRY D	2. Issuer Name an ACTUANT CO			ing Symb	ol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_Director 10% Owner					
(Last) (First) 6100 NORTH BAKER ROAD		3. Date of Earliest Transaction (Month/Day/Year) 03/03/2005						Officer (give title below)O	other (specify be	low)	
(Street) MILWAUKEE, WI 53209		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 Form filed by More than One Reporting Person			
(City) (State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed 3. Transaction 4. Securities Acquire Execution Date, if Code (A) or Disposed of (I any (Instr. 8) (Instr. 3, 4 and 5)				of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form:	7. Nature of Indirect Beneficial		
		(Month/Day/Year)	Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security (Instr. 3) 3. Transaction Date (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year) 5. Transaction Code (Instr. 4) 6. Date Exercisable and Expiration Date of Underlying Securities (Instr. 3) and 4. 8. Price of Derivative Security (Instr. 5) 9. Number of Underlying Securities (Instr. 3) and 4. 10. Ownership Generically Ownership (Instr. 4) (Instr. 3) Price of Derivative Security 3. Transaction (Month/Day/Year) 4. Transaction (Code (Instr. 4)) 5. Transaction (Code (Instr. 4)) 6. Date Exercisable (Month/Day/Year) 7. Title and Amount of Underlying Securities (Instr. 3) and 4. 8. Price of Outperlying Securities (Instr. 5) 9. Number of Outperlying Securities (Instr. 4) 9. Number of Outperlying Secur	(e.g., puts, calls, warrants, options, convertible securities)															
Security (Instr. 3) or Exercise Price of Derivative Security (Month/Day/Year) any (Month/Day/Year) Code (Instr. 8) of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) (Month/Day/Year) Securities (Instr. 3 and 4) Securities Securities (Instr. 5) Securities Beneficially Owned Following Reported Transaction(s) Form of Derivative Security: Direct (D) or Indirect (Instr. 4) Beneficially Owned Following Reported Transaction(s) Beneficially Owned Transaction(s) Beneficially Owned Transaction(s) Image: Phantom (Q) O2/02/2005 O2/02/2005 A O2 O2/02/2005 A O2/02/2005 A O2/02/2005 O2/02/2005 Derivative Securities Acquired (A) or Code V (I) (I) Class A Common Securities (Instr. 4) Securities Securities (Instr. 4) Securities (Instr. 4) Securities (Instr. 4) Securities (Instr. 4) Securities (Instr. 4) Securities (Instr. 4) Security: (Instr. 4) Beneficially Owned (Instr. 4) Security: (Instr. 4) Security: (Instr. 4) Beneficially Owned (Instr. 4) Security: (Instr. 4) </td <td>1. Title of</td> <td>2.</td> <td>3. Transaction</td> <td>3A. Deemed</td> <td>4.</td> <td></td> <td>5.</td> <td></td> <td>6. Date Exer</td> <td>cisable</td> <td>7. Title and</td> <td>Amount</td> <td>8. Price of</td> <td>9. Number of</td> <td>10.</td> <td>11. Nature</td>	1. Title of	2.	3. Transaction	3A. Deemed	4.		5.		6. Date Exer	cisable	7. Title and	Amount	8. Price of	9. Number of	10.	11. Nature
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Derivative Security Derivative Security Derivative Security Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Securities Security Owned Following Reported Transaction(s) (I) (Instr. 4) Security: Direct (D) or Indirect (I) (Instr. 4) V	Security	or Exercise	(Month/Day/Year)	any	Code				Securities Secu		Security	Securities	Form of	Beneficial		
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		(2)	03/03/2005		Α		232		<u>(1)</u>	<u>(1)</u>	Common	232	\$ 57.36	232	D	
Stock Stock	Stock (1)										Stock					

Reporting Owners

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
YOST LARRY D 6100 NORTH BAKER ROAD MILWAUKEE, WI 53209	Х							

Signatures

Eric Orsic, as Attorney-in-Fact for Larry Yost	03/04/2005
Signature of Reporting Person	Date

Signature of Reporting Person

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).

(2) The phantom stock is converted 1 for 1 into shares of Class A Common Stock.

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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⁽¹⁾ Pursuant to the Outside Directors' Deferred Compensation Plan, the phantom stock units are settled in stock generally following the director's termination of service.