

FORM 4

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

OMB APPROVAL	
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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

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

(Print or Type Responses)

1. Name and Address of Reporting Person* ARZBAECHER ROBERT C			2. Issuer Name and Ticker or Trading Symbol ACTUANT CORP [ATU]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/24/2013					
N86 W12500 WESTBROOK CROSSING								
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
MENOMONEE FALLS, WI 53051								
(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 Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	10/24/2013		S ⁽¹⁾		15,540	D	\$ 38.32 (2)	463,842	D	
Class A Common Stock	10/24/2013		M		35,519	A	\$ 23.64	499,361	D	
Class A Common Stock	10/24/2013		S ⁽¹⁾		35,519	D	\$ 38.32 (2)	463,842	D	
Class A Common Stock	10/25/2013		S ⁽¹⁾		19,500	D	\$ 37.95 (3)	444,342	D	
Class A Common Stock	10/25/2013		M		44,570	A	\$ 23.64	488,912	D	
Class A Common Stock	10/25/2013		S ⁽¹⁾		44,570	D	\$ 37.95 (3)	444,342	D	
Class A Common Stock	10/28/2013		S ⁽¹⁾		13,229	D	\$ 38.06 (4)	431,113	D	
Class A Common Stock	10/28/2013		M		30,238	A	\$ 23.64	461,351	D	
Class A Common Stock	10/28/2013		S ⁽¹⁾		30,238	D	\$ 38.06 (4)	431,113	D	
Class A Common Stock								60,000	I	By Family Limited Partnerships
Class A Common Stock								36,781 (5)	I	By 401(k)
Class A Common Stock								11,900	I	By IRA
Class A Common Stock								2,200	I	By Family (6)
Class A Common Stock								2,400	I	By Spouse
Class A Common Stock								35,038 (7)	I	By Deferred Compensation

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy) (8)	\$ 23.64	10/24/2013		M			35,519	(9)	01/16/2017	Class A Common Stock	35,519	\$ 0	124,481	D	
Employee Stock Option (Right to Buy) (8)	\$ 23.64	10/25/2013		M			44,570	(9)	01/16/2017	Class A Common Stock	44,570	\$ 0	79,911	D	
Employee Stock Option (Right to Buy) (8)	\$ 23.64	10/28/2013		M			30,238	(9)	01/16/2017	Class A Common Stock	30,328	\$ 0	49,553	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ARZBAECHER ROBERT C N86 W12500 WESTBROOK CROSSING MENOMONEE FALLS, WI 53051	X		CEO	

Signatures

/s/ Eric Orsic, as Attorney-in-Fact	10/28/2013
**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) The sales reported on this Form 4 was effected pursuant to a 10b5-1 trading plan.

The price reported in column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$38.18 to \$38.40 inclusive. The reporting person undertakes to provide Actuant Corporation, any securityholder of Actuant Corporation, or the Staff of the Securities and Exchange Commission, upon request, separate prices within the range set forth in footnote (2) to this Form 4.

The price reported in column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$37.71 to \$38.16 inclusive. The reporting person undertakes to provide Actuant Corporation, any securityholder of Actuant Corporation, or the Staff of the Securities and Exchange Commission, upon request, separate prices within the range set forth in footnote (2) to this Form 4.

The price reported in column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$37.79 to \$38.20 inclusive. The reporting person undertakes to provide Actuant Corporation, any securityholder of Actuant Corporation, or the Staff of the Securities and Exchange Commission, upon request, separate prices within the range set forth in footnote (4) to this Form 4.

. Represents the best estimate of the number of share equivalents held by the reporting person in the unitized stock fund of the Actuant 401(k) Plan. The unitized stock fund consists of stock of Actuant and cash and other short term investments. The number of Actuant share equivalents fluctuates depending on the ratio of the number of shares of stock of Actuant in the fund to other investments.

(6) Owned by daughters.

(7) Best estimate of shares held pursuant to the Actuant Corporation Deferred Compensation Plan.

(8) Option granted under the Actuant Corporation 2002 Stock Option Plan.

(9) Fifty percent of the option became exercisable on 1/16/2010 and the balance became exercisable on 1/16/2012.

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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