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

Form 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): December 29, 2006

ACTUANT CORPORATION

(Exact name of Registrant as specified in its charter)

Wisconsin
(State or other jurisdiction
of incorporation)

1-11288
(Commission File Number)

39-0168610
(I.R.S. Employer
Identification No.)

**13000 West Silver Spring Drive
Butler, Wisconsin 53007**
Mailing address: P.O. Box 3241, Milwaukee, Wisconsin 53201
(Address of principal executive offices) (Zip code)

Registrant's telephone number, including area code: (414) 352-4160

(Former name or address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

Item 1.01 Entry into a Material Definitive Agreement.

On December 22, 2006, Actuant Corporation (the "Company") announced that it had entered into an Agreement and Plan of Merger to acquire the stock of Maxima Holding Company, Inc. ("Maxima") from an investor group led by HB Equity Partners as described more fully below.

Under the terms of the merger agreement, a wholly-owned subsidiary of the Company, MHCI Acquisition Corp., merged with and into Maxima, with Maxima continuing as the surviving corporation. Total consideration for the transaction was \$91 million, including the assumption of approximately \$1.9 million of Maxima's debt, and is subject to an upward or downward adjustment based on final working capital balances. Funding for the transaction came from the Company's revolving credit facility.

In connection with the merger, Maxima was required to repay any outstanding senior indebtedness other than such indebtedness as was expressly assumed by the Company. Of the consideration paid, \$6 million was placed in escrow to indemnify the Company for any claims made by the Company in connection with losses incurred, if any, as a result of the breach of certain representations or warranties made by Maxima or the failure by Maxima to perform certain covenants, agreements or obligations to which it has committed.

Item 7.01 Regulation FD Disclosure.

A copy of the press release issued December 22, 2006 announcing the merger is being furnished as Exhibit 99.1 to this report on Form 8-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Press Release of the Company dated December 22, 2006.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ACTUANT CORPORATION
(Registrant)

Date: December 29, 2006

By: /s/ Andrew G. Lampereur
Andrew G. Lampereur
Executive Vice President and
Chief Financial Officer



For Immediate Release

Contact:
Andrew Lampereur
Executive Vice President and CFO
262-373-7401

ACTUANT ACQUIRES MAXIMA TECHNOLOGIES

MILWAUKEE, WI, December 22, 2006 - Actuant Corporation (NYSE:ATU) announced today that it has acquired the stock of Maxima Technologies ("Maxima") for cash from an investor group lead by HB Equity Partners. Total consideration for the transaction was approximately \$91 million, including the assumption of approximately \$1.9 million of Maxima's debt. Funding for the transaction came from Actuant's revolving credit facility.

Maxima, headquartered in Lancaster, Pennsylvania, is a global electronics company specializing in custom-engineered and standard vehicle instrumentation, controls, components, and systems for low-to-medium volume severe-duty applications. The Company serves a diverse array of end-user markets, including marine, agricultural, off-highway, industrial, specialty vehicle, and automotive aftermarket. Maxima's high quality brand names include Datcon, Stewart Warner, and AST. It employs approximately 500 people, primarily in the United States, with smaller operations in Mexico and Spain, and it has revenues of approximately \$65 million.

Commenting on the transaction, Bill Blackmore, Actuant Executive Vice President stated, "We have been interested for some time in adding electronic controls capabilities internally, as we primarily use third parties for this important component of our actuation systems. Maxima achieves this objective, and it provides us access to a number of new markets, increasing our diversification. Similar to Actuant, Maxima is focused on continuous improvement and utilizing Six-Sigma tools. It has a demonstrated track record of growth in sales and profitability under the leadership of Oddie Leopando, President and CEO, and we are pleased that he and his team will be joining Actuant."

"The acquisition is a major boost for us", said Mr. Leopando. "Actuant's diversified and fast-growing business has a culture similar to Maxima's in that they are committed to Six-Sigma and Lean principles. I am personally excited about leveraging our combined capabilities and global reach in a way that strengthens our relationships with customers, and sustains a leading position in our core market segments."

Maxima will be included in Actuant's Engineered Products business segment, and Oddie Leopando will report directly to Bill Blackmore.

(more)

Safe Harbor Statement

Certain of the above comments represent forward-looking statements made pursuant to the provisions of the Private Securities Litigation Reform Act of 1995. Management cautions that these statements are based on current estimates of future performance and are highly dependent upon a variety of factors, which could cause actual results to differ from these estimates. Actuant's results are also subject to general economic conditions, variation in demand from customers, the impact of geopolitical activity on the economy, continued market acceptance of the Company's new product introductions, the successful integration of acquisitions, restructuring, operating margin risk due to competitive pricing and operating efficiencies, supply chain risk, material and labor cost increases, foreign currency fluctuations and interest rate risk. See the Company's registration statements filed with the Securities and Exchange Commission for further information regarding risk factors.

About Actuant

Actuant, headquartered in Butler, Wisconsin, is a diversified industrial company with operations in more than 30 countries. The Actuant businesses are market leaders in highly engineered position and motion control systems and branded hydraulic and electrical tools and supplies. Since its creation through a spin-off in 2000, Actuant has grown its sales from \$482 million to over \$1 billion and its market capitalization from \$113 million to over \$1.4 billion. The Company employs a workforce of more than 6,300 worldwide. Actuant Corporation trades on the NYSE under the symbol ATU. For further information on Actuant and its business units, visit the Company's website at www.actuant.com.

About HB Equity Partners

HB Equity Partners is a leading private equity firm focused on the small buyout market. It invests with management teams of small companies with the goal of helping them build their businesses into world-class companies. HB Equity partners focuses in the industries where it can add-value to its companies including distribution, gaming, leisure and entertainment, media and telecommunications, services, and specialty manufacturing. For more information on HB Equity Partners, visit its website at www.hbequity.com.

(end)