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

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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

(Print or Type Responses)											
1. Name and Address of Reporting Person PETERSON ROBERT A	2. Issuer Name and Ticker or Trading Symbol ACTUANT CORP [ATU]						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 T 03/09/2006	ransaction	(Mon	th/Day/Ye	ear)	Officer (give title below) C	ther (specify be	low)		
(Street) 4. If Amendment, Date Original F MILWAUKEE, WI 53209						//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)	Execution Date, if	3. Transac Code (Instr. 8) Code		(A) or Di	(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		Beneficial Ownership	
Class A Common Stock								5,200	Ι	By IRA	
Class A Common Stock								2,200	D		

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

SEC 1474 (9-02) 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.

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

Derivative Security (Instr. 3) Conversion or Exercise Price of Derivative Security Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8) Number of Derivative Securities (A) or Disposed of (D) (Instr. 3, 4, and 5) of Underlying Securities (Instr. 3) Derivative Securities (Instr. 3) Ownership Securities (Instr. 4) Ownership Beneficion (Instr. 4) Ownership Securities (Instr. 4) Ownership Securities (Inst		(e.g., puts, calls, warrants, options, convertible securities)														
Security (Instr. 3) or Exercise Price of Derivative Security (Month/Day/Year) Code (Instr. 8) of Derivative Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) (Month/Day/Year) Securities (Instr. 3 and 4) Securities (Instr. 5) Securities Beneficially Owned Security Form of Derivative Security Benefici Ownerst (Instr. 4) Phantom Stock (I) (2) 03/09/2006 A 193 (1) (1) (1) Class A Common 193 \$ 58.38 193 D	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
(Instr. 3) Price of Derivative Security (Month/Day/Year) (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) (Instr. 3 and 4) (Instr. 5) Beneficially Owned Following Reported Transaction(s) (Instr. 4) Derivative Security: Following Reported Transaction(s) (Instr. 4) Ownerst Security: (Instr. 4) Phantom Stock (I) (2) 03/09/2006 A 193 (1) (1) (1) Class A Common 193 \$ 58.38 193 D	Derivative	Conversion	Date	Execution Date, if	Transact	ion	Numb			of Underlying Deri		Derivative	Derivative	Ownership	of Indirect	
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$\begin{array}{ c c c c c c c c } \hline \ & \ & \ & \ & \ & \ & \ & \ & \ & \$															2	(Instr. 4)
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$\begin{array}{ c c c c c c c }\hline \hline & & & & & & & & & & & & & & & & & &$							· · ·							·		
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$\begin{array}{ c c c c c c c c }\hline \hline & (2) & $(3)09/2006$ & A & 193 & 193 & (1) & (1) & Class A Common & 193 & 58.38 & 193 & D \\ \hline & (2) & $(3)09/2006$ & A & 193 & (1) & (1) & Class A Common & 193 & 58.38 & 193 & D \\ \hline \end{array}$													(Instr. 4)	(Instr. 4)		
$\begin{array}{ c c c c c c c c c c c c c c c c c c c$							·									
Phantom Stock (1)(2)03/09/2006AIIIIIClass A ComeIII <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td>-, and</td> <td>. 5)</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>							-, and	. 5)								
Phantom (2) 03/09/2006 A 193 (1) (1) Class A Common Class A Common 193 S 58.38 193 D																
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Stock (1) (2) 03/09/2006 A 193 (1) (1) Common 193 \$58.38 193 D	Phantom										Class A					
Stock Stock		(2)	03/09/2006		Α		193		<u>(1)</u>	<u>(1)</u>	Common	193	\$ 58.38	193	D	
	Stock 1										Stock					

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
PETERSON ROBERT A 6100 NORTH BAKER ROAD MILWAUKEE, WI 53209	Х						

Signatures

/s/ Eric Orsic, as Attorney-in-Fact	03/10/2006
**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).
- Pursuant to Outside Directors' Deferred Compensation Plan, the phantom stock units are settled in stock generally following the director's termination of service. (1)
- (2) The phantom stock is converted 1 to 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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