FORM 4

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

OMB APPROVAL

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

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

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

(Middle) CROSSING 53051 (Zip) 2. Transaction Date (Month/Day/Year)	2. Issuer Nam ACTUANT 3. Date of Earli 01/20/2015 4. If Amendme 2A. Deemed Execution Date, any (Month/Day/Yea	est Tran nt, Date Ta 3. Tra Code (Instr	[AT saction of the sa	TU] on (M nal F	onth/Day	n/Day/Year) tive Secu	rities A	6. Inc _X_F	Director Officer (give dividual or orm filed by M	(Check title below) Executive V Joint/Group ne Reporting Flore than One F	Vice President - Filing(Check App	vner pecify below) CFO	
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2. Transaction Date (Month/Day/Year)	Execution Date, any	3. Tra Code (Instr	ansac					Acquired,	Disposed o	of, or Benef	icially Owned		
Date (Month/Day/Year)	Execution Date, any	f Code (Instr		tion	4. Secur	·,· .				<i>'</i>			
01/20/2015					(Instr. 3	Oisposed , 4 and 5)	of (D)	Beneficially Owned Following Reported Transaction(s) Ownership Indirection Form: Bene		Beneficia Ownershi	al ip		
101/20/2015		Co		V	10,281	` ′	Price	268,703	(Instr. 4) 8,703 D				
01/20/2013					(1)			12,641			ī	By 401	(k)
								-			T	+	. ,
									4)		I	By Defe	erred
								2,250			I	-	
	II - Derivative Se	curities	Acqu	Pe in a d	ersons v this for currentl	m are n y valid (d of, or I	ot req OMB o	uired to r control nu	espond ι ımber.				74 (9-02)
or Exercise (Month/Day/Year) any		Code Securities		Expi	Expiration Date of (Month/Day/Year)			of Underlying Securities S		Derivative I Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect	Beneficia
	Code V	(A)	(D)	Exe			n 7	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)	
2015		. ,			(7)	01/20/2				\$ 0	26,159	D	
	tion 3A. Deemed Execution Date any/Year)	Table II - Derivative Secence (e.g., puts, call strength of the pay/Year) Transaction any (Month/Day/Year) (Month/Day/Year) Code (Instr. 8) Code V	Table II - Derivative Securities (e.g., puts, calls, warration) Execution Date, if Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Code V (A)	Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, ction any (Month/Day/Year) Transaction Code (Instr. 8) (Month/Day/Year) (Month/Day/Year) Code (Instr. 8) Code V (A) (D)	Table II - Derivative Securities Acquired, (e.g., puts, calls, warrants, optio any (Month/Day/Year) Transaction Code Securities (Instr. 8) Code V (A) Code V (A) Table II - Derivative Securities Acquired, (e.g., puts, calls, warrants, optio Transaction of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) Code V (A) Code V (A)	Table II - Derivative Securities Acquired, Dispose (e.g., puts, calls, warrants, options, convection any (Month/Day/Year) Advived a Sangle II - Derivative Securities Acquired, Dispose of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) In this for a currently acquired, Dispose of Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable	Table II - Derivative Securities Acquired, Disposed of, or E (e.g., puts, calls, warrants, options, convertible securities any (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or E (e.g., puts, calls, warrants, options, convertible securities any (Month/Day/Year) Securities Acquired, Disposed of, or E (e.g., puts, calls, warrants, options, convertible securities any (Month/Day/Year) Code Securities Acquired, Date Expiration Date (Month/Day/Year) Code (Instr. 8) Date Expiratio Date Expiratio Date Code V (A) (D)	Table II - Derivative Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible securities any (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Benefic (e.g., puts, calls, warrants, options, convertible securities any (Month/Day/Year) Transaction of Derivative Securities (Month/Day/Year) Code Securities (Month/Day/Year) Code Securities (Month/Day/Year) Code (Instr. 8) Date Expiration Date Expiration Date Code V (A) (D)	for each class of securities beneficially owned directly or indirectly. Persons who respond to the colin this form are not required to racurrently valid OMB control numbers of Derivative Securities Acquired, Disposed of, or Beneficially Own (e.g., puts, calls, warrants, options, convertible securities) Stion 3A. Deemed Execution Date, if any (Month/Day/Year) Securities Securities Securities Acquired (A) or Disposed of (D) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Expiration Date Code V (A) (D) Date Exercisable Expiration Title Code V (A) (D) Code Common Code Common Code Common Code Cod	for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of in this form are not required to respond u a currently valid OMB control number. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) A. Deemed Execution Date, if any (Month/Day/Year) S. Number of Derivative Expiration Date (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable Expiration Date (Instr. 3 and 4) Code V (A) (D) Date Exercisable Expiration Date (Instr. 3 and 4) Code V (A) (D) Code V (A) (D) Code V (A) (D) Code Code V (A) (D)	for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of informati in this form are not required to respond unless the a currently valid OMB control number. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) ation (any) Year) A Date Expiration Date (Instr. 3 and 4) Code V (A) (D) Date Exercisable Expiration Date Code V (A) (D) Date Exercisable Expiration Date Code V (A) (D) Code V (A) (D)	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (c.g., puts, calls, warrants, options, convertible securities) A. Deemed Execution Date, if any/Year (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Date Exercisable and of (D) (Instr. 3, 4, and 5) Date Exercisable Exercisable and (Date) (Instr. 3, 4, and 5) Date Exercisable Exercisable and (Date) (Instr. 3) Date Exercisable and (Date) (Instr. 4) Date Exercisable and (Date) (Instr. 5) Date Exercisable and (Date) (Instr. 4) Date Exercisable and (Date) (Instr. 5) Date Exercisable and (Date)	Table II - Derivative Securities Acquired, Disposed of Competing (Acquired Code (Instr. 3, 4, and 5) Code V (A) (D)

Reporting Owners

		Relationships						
	Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
N8	MPEREUR ANDREW 6 W12500 WESTBROOK CROSSING ENOMONEE FALLS, WI 53051			Executive Vice President - CFO				

Signatures

/s/ Eric Orsic, as Attorney-in-Fact	01/22/2015
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) Restricted Stock Units granted under the Actuant Corporation 2009 Omnibus Incentive Plan.
- (2) Not applicable
- 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
- (3) 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.
- (4) Best estimate of shares held pursuant to the Actuant Corporation Deferred Compensation Plan.
- (5) Shares held by the reporting person's children through custodians.
- (6) Option granted under the Actuant Corporation 2009 Omnibus Incentive Plan.
- (7) Fifty percent of the option becomes exercisable on 01/20/2018 and the balance becomes exercisable on 01/20/2020.

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.