INGERSOLL RAND CO LTD Form 144 May 12, 2008

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

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION: Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker

	NAME OF IS		ease type or Limited	print)			
1(b) N/A	IRS IDENT.	NO.	1	(c) SEC FII I-985	E NO.		
	ADDRESS OF endon House	ISSUER		STREET 2 Church Street			
1(d)	CITY Hamilton			STATE Bermuda	ZIP CODE		
1(e)	TELEPHONE						
	AREA CODE		NUMBER 295-2838				
	NAME OF PE	RSON FOR	WHOSE ACCOU	NT THE SECURITIE	S ARE TO BE SOLD		
2 (b)	IRS IDENT.	NO.		(c) RELATION	SHIP TO ISSUER		
			Director				
. ,	ADDRESS endon House			STREET 2 Church Street			
2 (d)	CITY Hamilton	HM 11		STATE Bermuda	ZIP CODE		

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the SEC File Number.

3(a) Title of the Class of Securities to be Sold	(b) Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Aquiring the Securities	ONLY Broker- Dealer File Number	(c) Number of Shares or Other Units to be Sold (See instr. 3(c))	Value (See instr.	(e) Number of Shares or Other Units Outstanding (See instr. 3(e))	(A D (
Class A Common Shares	Charles Schwab 101 Montgomery Street San Francisco, CA 94104		4,500	\$194,715.00	272,885,519	5

INSTRUCTIONS:

- 1.(a) Name of issuer
 - (b) Issuer's I.R.S. Identification Number
 - (c) Issuer'S S.E.C. file number, if any
 - (d) Issuer's address, including zip code
 - (e) Issuer's telephone number, including area code
- 2.(a) Name of person for whose account the securities are to be sold
 - (b) Such person's I.R.S. identification number, if such person is an entity
 - (c) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
 - (d) Such person's address, including zip code
- 3.(a) Title of the class of securities to be sold
 - (b) Name and address of each broker through whom the securities are intended to be sold
 - (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
 - (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
 - (e) Number of shares or other units of the class outstanding, or if debit securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer
 - (f) Approximate date on which the securities are to be sold
 - (g) Name of each securities exchange, if any, on which the securities are intended to be sold

TABLE I - SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

			from Whom Acquired		
Title of	Date You	Nature of	(If gift, also give date	Amount of	D
the Class	Acquired	Acquisition Transaction	donor acquired)	Securities Acquired	Р

Name of Person

Class A Common Shares	4/29/2008	Exercise of Stock Options	Ingersoll-Rand Company Limited	4,500	0	4 /
INSTRUCTIO	ONS:					
cash at nature or othe arrange	the time of the coner obligation	of purchase, explain sideration given. I on, or if payment w	d full payment therefore wa in in the table or in a not If the consideration consis was made in installments do or other obligation was di	te thereto the sted of any not escribe the		
whose a	account the to dispose	y are to be sold ha	sition of the securities thad any short positions, puterred to in paragraph (d)(3ct thereto.	t or other	,	
	TABLE	II - SECURITIES SO	LD DURING THE PAST 3 MONTHS	S		
			o all securities of the issues account the securities			
Name and A	Address of	Seller Tit.	le of Securities Sold Da	ate of Sale	Amount of Securities	Gros Proc
REMARKS:						
INSTRUCTIO	ONS:					
be given r	not only as also as to le 144 to b	to the person for sales by all person	graph (a) of Rule 144. Info whose account the securitions whose sales are required sales for the account of the	ies are to be d by paragraph		
ATTENTION:	:					
sold herek adverse in	oy represen	ts by signing this in regard to the c	ities to which this notice notice that he does not kn urrent and prospective open ich have not been publicly	now any materia rations of the		
5,	/12/2008		/s/ Barbara A. Santoro, Att	torney-in-Fact		
(DA	TE OF NOTIC	E)	(SIGNATURE	 		

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed.

Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18~U.S.C.~1001).