

GARDNER DENVER INC  
 Form 4  
 May 04, 2007

**FORM 4**

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

OMB APPROVAL

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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HANSEN FRANK J**  
  
 (Last) (First) (Middle)  
**GARDNER DENVER, INC., 1800  
 GARDNER EXPRESSWAY**  
  
 (Street)  
**QUINCY, IL 62305**  
  
 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**GARDNER DENVER INC [GDI]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**05/02/2007**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer  
  
 (Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	05/02/2007		A	1,400 (1) \$ 0	28,980	D	
Common Stock	05/03/2007		M	9,000 A \$ 13.43	37,980	D	
Common Stock	05/03/2007		M	9,000 A \$ 19	46,980	D	
Common Stock	05/03/2007		S	300 D \$ 38	46,680	D	
Common Stock	05/03/2007		S	123 D \$ 37.98	46,557	D	

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Common Stock	05/03/2007	S	200	D	\$ 37.97	46,357	D
Common Stock	05/03/2007	S	500	D	\$ 37.96	45,857	D
Common Stock	05/03/2007	S	300	D	\$ 37.95	45,557	D
Common Stock	05/03/2007	S	300	D	\$ 37.94	45,257	D
Common Stock	05/03/2007	S	600	D	\$ 37.93	44,657	D
Common Stock	05/03/2007	S	2,000	D	\$ 37.92	42,657	D
Common Stock	05/03/2007	S	500	D	\$ 37.91	42,157	D
Common Stock	05/03/2007	S	3,500	D	\$ 37.9	38,657	D
Common Stock	05/03/2007	S	1,523	D	\$ 37.89	37,134	D
Common Stock	05/03/2007	S	1,577	D	\$ 37.88	35,557	D
Common Stock	05/03/2007	S	3,377	D	\$ 37.87	32,180	D
Common Stock	05/03/2007	S	1,400	D	\$ 37.86	30,780	D
Common Stock	05/03/2007	S	300	D	\$ 37.85	30,480	D
Common Stock	05/03/2007	S	600	D	\$ 37.84	29,880	D
Common Stock	05/03/2007	S	600	D	\$ 37.83	29,280	D
Common Stock	05/03/2007	S	300	D	\$ 37.82	28,980	D

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

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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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Nonemployee Director Stock Option (Right-to-buy)	\$ 38.32	05/02/2007		A	3,600	05/02/2008 05/02/2012		Common Stock
Nonemployee Director Stock Option (Right-to-buy)	\$ 19	05/03/2007		M	9,000	05/05/2006 05/05/2010		Common Stock
Nonemployee Director Stock Option (Right-to-buy)	\$ 13.43	05/03/2007		M	9,000	05/05/2005 05/05/2009		Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HANSEN FRANK J GARDNER DENVER, INC. 1800 GARDNER EXPRESSWAY QUINCY, IL 62305		X		

## Signatures

/s/Tracy D. Pagliara  
05/04/2007  
\*\*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, granted under the Company's Amended and Restated Long-Term Incentive Plan, has a 3-year cliff vesting provision and will be subject to forfeiture and transfer restrictions until the shares vest on May 2, 2010.

### Remarks:

Tracy D. Pagliara, Attorney-in-fact for Frank J. Hansen, pursuant to Power of Attorney dated September 3, 2002 and filed with

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