

SCHUMACHER DIANE K
Form 4
January 17, 2012

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 *
SCHUMACHER DIANE K

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

GARDNER DENVER, INC., 1500
LIBERTY RIDGE DRIVE, SUITE
3000

3. Date of Earliest Transaction
(Month/Day/Year)
04/27/2011

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

(Street)

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

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

WAYNE, PA 19087

(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)	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/27/2011		G ⁽¹⁾	V 3,351 D <u>(2)</u>	8,876 ⁽³⁾	D	
Common Stock	04/27/2011		G ⁽¹⁾	V 3,351 A <u>(2)</u>	34,751 ⁽³⁾	I	Schumacher 2010 Partnership Ltd. ⁽⁴⁾
Common Stock	05/26/2011		G ⁽¹⁾	V 1,000 D <u>(2)</u>	7,876 ⁽³⁾	D	
Common Stock	05/26/2011		G ⁽¹⁾	V 1,000 A <u>(2)</u>	35,751 ⁽³⁾	I	Schumacher 2010

Common Stock	12/23/2011	G	V	400	D	(2)	7,476 (3)	D	Partnership Ltd. (4)
Common Stock							35,751 (3)	I	Schumacher 2010 Partnership Ltd. (4)

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)

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 Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SCHUMACHER DIANE K
GARDNER DENVER, INC.
1500 LIBERTY RIDGE DRIVE, SUITE 3000
WAYNE, PA 19087

X

Signatures

/s/ Brent A. Walters,
Attorney-in-fact

01/17/2012

__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) Bona fide gift by the Reporting Person to the Schumacher 2010 Partnership Ltd.
 - (2) Price is not applicable to acquisitions or dispositions resulting from bona fide gifts.

Although the Reporting Person's total ownership has been correctly reported in previously filed Forms 4, direct and indirect beneficial ownership was incorrectly stated in the Forms 4 filed on February 4, 2011, April 1, 2011 and May 10, 2011. The Form 4 filed by the
 - (3) Reporting Person on February 4, 2011 incorrectly reported direct beneficial ownership of 0 shares and indirect beneficial ownership of 39,276 shares, instead of the correct numbers, 7,876 shares and 31,400 shares, respectively. This Form 4 correctly states the Reporting Person's direct and indirect holdings as of the date of this Form 4.

The Reporting Person and the Reporting Person's spouse are the limited partners of the Schumacher 2010 Partnership Ltd. and the
 - (4) Schumacher Management Trust is the general partner. The Reporting Person and the Reporting Person's spouse are the trustees and the beneficiaries of the Schumacher Management Trust.

Remarks:

Brent A. Walters, Attorney-in-fact for Diane K. Schumacher, pursuant to Power of Attorney dated November 12, 2009 and filed

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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