

Morgan Thomas Duane
 Form 4
 November 06, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
 OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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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, 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 *
 Morgan Thomas Duane

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)
 11/02/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP & Pres., Engrd. Prod. Group

(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)
				(A) or (D)	Price		
Common Stock	11/02/2012		M	A	4,500	D	
Common Stock	11/02/2012		M	A	2,250	D	
Common Stock	11/02/2012		F	D	\$ 2,462	D	
Common Stock					8,880	I	Thomas Duane Morgan and Nicola Rae

Common Stock	274 ⁽³⁾	I	Morgan Revocable Living Trust ⁽²⁾ 401(K) & Excess Plan
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Restricted Stock Units	(1)	11/02/2012		M	4,500	11/02/2012 11/02/2012	Common Stock	4,500	
Restricted Stock Units	(1)	11/02/2012		M	2,250	11/02/2012 11/02/2012	Common Stock	2,250	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Morgan Thomas Duane GARDNER DENVER, INC. 1500 LIBERTY RIDGE DRIVE, SUITE 3000 WAYNE, PA 19087			VP & Pres., Engrd. Prod. Group	

Signatures

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

11/06/2012

**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) Each restricted stock unit was the economic equivalent of one share of the Company's common stock. On November 2, 2012, 4,500 and 2,250 of the reporting person's restricted stock units were settled for an equal number of shares of the Company's common stock.
- (2) The Reporting Person and the Reporting Person's spouse are the trustees and the beneficiaries of the Thomas Duane Morgan and Nicola Rae Morgan Revocable Living Trust.
The reporting person acquired shares under the Company's Retirement Savings Plan, a 401(K) plan, and the related Supplemental Excess Defined Contribution Plan. The information reported herein is based on a report dated November 2, 2012 from the Plan's recordkeeper, JPMorgan.

Remarks:

Brent A. Walters, Attorney-in-fact for T. Duane Morgan, pursuant to Power of Attorney dated November 17, 2009 and filed with

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. 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. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)

(Instr. 4)10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)

(Instr. 4)11. Nature of Indirect Beneficial Ownership

(Instr. 4)CodeV(A)(D)Date ExercisableExpiration DateTitleAmount or Number of Shares Stock Option (Right to Buy) \$

42.88	04/26/2011	M	15,000	02/02/2008	02/02/2014	Common Stock	15,000	\$ 0	0	D	Stock Option (Right to Buy) \$
33.51	04/26/2011	M	10,000	10/04/2008	10/04/2014	Common Stock	10,000	\$ 0	0	D	Stock Options (Right to Buy) \$
36.97	04/26/2011	M	15,500	01/25/2009	01/25/2015	Common Stock	15,500	\$ 0	11,559	D	Stock Options (Right to Buy) \$
53.16	04/26/2011	M	470	02/08/2008	02/05/2012	Common Stock	470	\$ 0	0	D	Stock Options (Right to Buy) \$
56.23	04/26/2011	M	232	05/08/2008	02/05/2012	Common Stock	232	\$ 0	0	D	Stock Options (Right to Buy) \$
56.26	04/26/2011	M	543	05/14/2008	02/05/2012	Common Stock	543	\$ 0	0	D	Stock Options (Right to Buy) \$
53.55	04/26/2011	M	7,494	10/04/2008	02/05/2012	Common Stock	7,494	\$ 0	0	D	Stock Options (Right to Buy) \$
53.11	04/26/2011	M	2,840	11/30/2008	02/05/2012	Common Stock	2,840	\$ 0	0	D	Stock Options (Right to Buy) \$
53.60	4/26/2011	M	3,258	11/09/2010	02/05/2012	Common Stock	3,258	\$ 0	0	D	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Spence Kenneth Franklin III
THE TRAVELERS COMPANIES, INC.
385 WASHINGTON STREET
ST. PAUL, MN 55102

EVP & General Counsel

Signatures

/s/Wendy C. Skjerven, by power of
attorney

04/28/2011

__Signature of Reporting Person

Date

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(1) Represents the weighted average sales price for price increments ranging from \$61.13 to \$61.16. The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

(2) Represents the weighted average sales price for price increments ranging from \$61.11 to \$61.19. The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

(3) Represents the weighted average sales price for price increments ranging from \$61.09 to \$61.13. The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

(4) Represents the weighted average sales price for price increments ranging from \$61.14 to \$61.15. The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

(5) Represents the weighted average sales price for price increments ranging from \$61.15 to \$61.16. The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

(6) Represents the weighted average sales price for price increments ranging from \$61.13 to \$61.17. The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

(7) Represents the weighted average sales price for price increments ranging from \$61.11 to \$61.12. The Reporting Person undertakes to provide, upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.

(8) Includes common shares and shares of common stock that may be acquired upon the conversion of shares of Series B Preferred Stock, each of which is convertible into 8 shares of common stock.

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