

PENTAIR LTD  
Form 3  
January 06, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Å Frykman Karl R.                         |         | (Month/Day/Year)                     | PENTAIR LTD [PNR]                                  |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| 5500 WAYZATA BLVD.,                       |         |                                      | (Check all applicable)                             |  |
| SUITE 800                                 |         |                                      | <input type="checkbox"/> Director                  | <input type="checkbox"/> 10% Owner                                     |
| (Street)                                  |         |                                      | <input checked="" type="checkbox"/> Officer        | <input type="checkbox"/> Other   |
|   |         |                                      | (give title below)                                 | (specify below)  |
|   |         |                                      | President Aquatic Systems                          |  |
|   |         |                                      |  | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
|   |         |                                      |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      |  | <input type="checkbox"/> Form filed by More than One Reporting Person  |

GOLDEN VALLEY, MN 55416  
(City) (State) (Zip)

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4)        | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|---|--|---|
| Common Shares                          | 9,218   | D  | Å   |
| Common Shares - Restricted Stock Units | 9,598   | D  | Å   |
| Common Shares - ESOP                   | 1,520.6198  | I  | By ESOP   |

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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

| 1. Title of Derivative Security | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial |
|---------------------------------|--|--|---------------|--------------|----------------------------------|
|---------------------------------|--|--|---------------|--------------|----------------------------------|

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| (Instr. 4)                           | Date Exercisable          | Expiration Date | Derivative Security (Instr. 4)<br>Title | Amount or Number of Shares | or Exercise Price of Derivative Security | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | Ownership (Instr. 5) |
|--------------------------------------|---------------------------|-----------------|---|----------------------------|--|--|----------------------|
| Employee Stock Option (right to buy) | 03/01/2006 <sup>(1)</sup> | 03/01/2015      | Common Shares                           | 7,316                      | \$ 41.12                                 | D  | Â                    |
| Employee Stock Option (right to buy) | 03/01/2007 <sup>(1)</sup> | 03/01/2016      | Common Shares                           | 4,000                      | \$ 41.17                                 | D  | Â                    |
| Employee Stock Option (right to buy) | 01/16/2008 <sup>(1)</sup> | 01/16/2017      | Common Shares                           | 5,236                      | \$ 29.96                                 | D  | Â                    |
| Employee Stock Option (right to buy) | 03/01/2008 <sup>(1)</sup> | 03/01/2017      | Common Shares                           | 6,664                      | \$ 31.56                                 | D  | Â                    |
| Employee Stock Option (right to buy) | 03/03/2009 <sup>(1)</sup> | 03/03/2018      | Common Shares                           | 18,771                     | \$ 32.4                                  | D  | Â                    |
| Employee Stock Option (right to buy) | 03/03/2010 <sup>(1)</sup> | 03/03/2019      | Common Shares                           | 15,422                     | \$ 19.13                                 | D  | Â                    |
| Employee Stock Option (right to buy) | 03/02/2011 <sup>(1)</sup> | 03/02/2020      | Common Shares                           | 19,444                     | \$ 34.23                                 | D  | Â                    |
| Employee Stock Option (right to buy) | 03/02/2012 <sup>(1)</sup> | 03/02/2021      | Common Shares                           | 11,773                     | \$ 36.53                                 | D  | Â                    |
| Employee Stock Option (right to buy) | 03/01/2013 <sup>(1)</sup> | 03/01/2022      | Common Shares                           | 11,571                     | \$ 38.63                                 | D  | Â                    |
| Employee Stock Option (right to buy) | 01/02/2014 <sup>(1)</sup> | 01/02/2023      | Common Shares                           | 9,146                      | \$ 50.61                                 | D  | Â                    |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                   |       |
|---|---------------|-----------|-----------------------------------|-------|
|   | Director      | 10% Owner | Officer                           | Other |
| Frykman Karl R.<br>5500 WAYZATA BLVD., SUITE 800<br>GOLDEN VALLEY, MN 55416 | Â             | Â         | Â President<br>Aquatic<br>Systems | Â     |

## Signatures

/s/ John K. Wilson, Attorney-in-Fact for Karl R. Frykman

01/06/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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).

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(1) One-third of the stock options become exercisable on the first, second, and third anniversary of the grant.

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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