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FRANKLIN Form 4 August 26,	N ELECTRIC CO 2011	INC								
FORM	ЛΔ								PPROVAL	
	UNITED	STATES		RITIES A shington			E COMMISSION	NOMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations Filed pursuant to Sec				SECUE	Estimated burden hou response	urs per				
may con <i>See</i> Inst 1(b).	ntinue. Section 170			•	•	npany Act ny Act of 1	of 1935 or Sectio 1940	on		
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> BROWN DAVID T F				er Name and KLIN ELI			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			3. Date of Earliest Transaction (Month/Day/Year) 08/25/2011				X_ Director 10% Owner Officer (give title Other (specify below) below)			
				endment, D onth/Day/Yea	-	ıl	Applicable Line) _X_ Form filed by Form filed by	_X_ Form filed by One Reporting Person Form filed by More than One Reporting		
							Person			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	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)	
Reminder: Re	port on a separate line	e for each cla	ass of sec	urities bene	ficially ow	ned directly	or indirectly.			
					Perso inform	ons who rea	spond to the collect tained in this form	are not	SEC 1474 (9-02)	

number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

displays a currently valid OMB control

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	of Underlying	Derivat
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	Securities	Securit

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	(A) or Dispos (D)	Disposed of (D) (Instr. 3, 4,		(Instr. 3 and 4)		(Instr. 5	
				Code N	/ (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
stock units	<u>(1)</u>	08/25/2011	(1)	А	59.01		(1)	(1)	common stock	59.01	<u>(1)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
BROWN DAVID T 10858 EAST WILDCAT HILL RD. SCOTTSDALE, AZ 85262	Х					
Signatures						
Angela M. Hughes, power of attorney Brown	08/	26/2011				
<u>**</u> 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).

Pursuant to terms of the Nonemployee Directors' Deferred Compensation Plan approved by the board of directors on February 11, 2000 and amended and restated on April 7, 2006, Mr. Brown elected to receive his 2011 board of directors retainer, meeting fees and stock award in Franklin Electric Co., Inc. common stock, issuance of such shares deferred until he retires or otherwise leaves the board of

(1) award in Franklin Electric Co., inc. common stock, issuance of such shares deferred until the fettees of outerwise feaves the board of directors (e.g. Stock Units). On August 25, 2011, Mr. Brown was credited with 59.01 Stock Units for dividends that would have been paid on such deferred shares. At distribution, Mr. Brown may elect pursuant to the terms of the Plan to receive his deferred compensation either in shares of Franklin common stock or in cash.

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.