



Edgar Filing: GARDNER DENVER INC - Form 4

7. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by One Reporting Person  
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 Form filed by More than One Reporting Person  
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TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

| 1.<br>Title of Security<br>(Instr. 3) | 2.<br>Transaction<br>Date<br>(Month/<br>Day/Year) | 2A.<br>Deemed<br>Execution<br>Date, if any<br>(Month/<br>Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) |   | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) |                  | Price |
|---------------------------------------|---|--|---|---|--|------------------|-------|
|                                       |   |  | Code                                    | V | Amount   | (A)<br>or<br>(D) |       |

TABLE II -- DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED (E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

| 1.<br>Title of<br>Derivative | 2.<br>Conversion<br>or<br>Exercise<br>Price<br>of<br>Deriv-<br>ative | 3.<br>Trans-<br>action<br>Date<br>(Month/<br>Day/Year) | 3A.<br>Deemed<br>Execu-<br>tion<br>Date, if any<br>(Month/<br>Day/Year) | 4.<br>Trans-<br>action<br>Code<br>(Instr. 8) | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5) | 6.<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year) |         | 7.<br>Title and Amount<br>of Underlying<br>Securities<br>(Instr. 3 and 4)<br>-----<br>Amount<br>or<br>Number |
|------------------------------|--|--|---|--|--|--|---------|--|
|                              |  |  |   |  |  | Date   | Expira- |  |

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| Security<br>(Instr. 3) | Secu-<br>rity | Day/<br>Year) | Day/<br>Year) | -----<br>Code V | -----<br>(A) | -----<br>(D) | Exer-<br>cisable | tion<br>Date | Title | of<br>Shares |
|------------------------|---------------|---------------|---------------|-----------------|--------------|--------------|------------------|--------------|-------|--------------|
|------------------------|---------------|---------------|---------------|-----------------|--------------|--------------|------------------|--------------|-------|--------------|

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|                   |         |         |  |   |      |  |     |     |            |      |
|-------------------|---------|---------|--|---|------|--|-----|-----|------------|------|
| Phantom Stk Units | 1-for-1 | 1/24/03 |  | A | 31.3 |  | (1) | (1) | Common Stk | 31.3 |
|-------------------|---------|---------|--|---|------|--|-----|-----|------------|------|

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|                   |         |         |  |   |          |  |     |     |            |       |
|-------------------|---------|---------|--|---|----------|--|-----|-----|------------|-------|
| Phantom Stk Units | 1-for-1 | 1/24/03 |  | A | 160.8(2) |  | (1) | (1) | Common Stk | 160.8 |
|-------------------|---------|---------|--|---|----------|--|-----|-----|------------|-------|

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