

MARTIN THEODORE E  
Form 4  
March 08, 2010

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

OMB APPROVAL

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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 \*  
MARTIN THEODORE E

(Last) (First) (Middle)

C/O INGERSOLL-RAND  
COMPANY, ONE CENTENNIAL  
AVENUE

(Street)

PISCATAWAY, NJ 08855

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Ingersoll-Rand plc [IR]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/04/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Ordinary Shares	03/04/2010		M	4,500 A \$ 23.31	18,195	D	
Ordinary Shares	03/04/2010		S	4,500 D \$ 33.1 (1)	13,695	D	
Ordinary Shares (DDCP) (2)					34,620.84	D	
Ordinary Shares (DDCP II)					22,572.1	D	



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of the Securities and Exchange Commission, the issuer, or a security holder of the issuer.

- (2) Represents vested units acquired or deferred under the IR Director Deferred Compensation Plan (the "DDCP"). The units are to be converted on a one-for-one basis and settled in shares upon the reporting person's termination of service as a director of the issuer, or earlier or later upon certain elections.
- (3) Represents vested units acquired or deferred under the IR Director Deferred Compensation Plan II (the "DDCP II"). The units are to be converted on a one-for-one basis and settled in shares upon the reporting person's termination of service as a director of the issuer, or earlier or later upon certain elections.
- (4) The options vested and became exercisable three years from the date of grant.

### **Remarks:**

On July 1, 2009, Ingersoll-Rand plc, an Irish public limited company (the "Company") became the successor of Ingersoll-Rand

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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