Edgar Filing: Strupp Thomas J - Form 4

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August 02,											
FORM	14_{IINITED}	STATES	S SECURITIES AND EXCHANGE COMMISSION						OMB APPROVAL		
Washington, D.C. 20549							011111551014	OMB Number:	3235-0287		
Check t if no lo subject Section Form 4	nger STATEN 16.	MENT O	NT OF CHANGES IN BENEFICIAL OWNERSHIP O SECURITIES							Expires: January 31, 2005 Estimated average burden hours per response 0.5	
Form 5 obligati may con <i>See</i> Inst 1(b).	ons htinue. ruction	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 <u>*</u> Strupp Thomas J			2. Issuer Name and Ticker or Trading Symbol FRANKLIN ELECTRIC CO INC					5. Relationship of Reporting Person(s) to Issuer			
		[fele]					(Check all applicable)				
	(First) (N ELECTRIC CC EAST SPRING ST			of Earliest 7 Day/Year) 2012	Fransaction	1		Director X Officer (give below) Vio		Owner er (specify	
			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
BLUFFTO	N, IN 46714							Form filed by Me Person			
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivativ	e Secu	rities Acqu	uired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date any (Month/Day/Year)		Date, if	Code (Instr. 3, 4 and 5)				Securities Beneficially Owned Following Reported Transaction(s)	6. 7. Nat Ownership Indirec Form: Benefi Direct (D) Owner	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
common	08/02/2012			Code V M	Amount 7,500	(D) A	Price \$ 17.34	(Instr. 3 and 4)	D		
stock common stock	08/02/2012			S	6,750	D	\$ 53.9521	10,898 <u>(2)</u>	D		

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

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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. Transactic Code (Instr. 8)	5. Number prof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. P Der Sect (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
option	\$ 17.34	08/02/2012		М	7,500	(3)	03/05/2019	common stock	7,500	

Reporting Owners

Reporting Owner Name / Address	\$	Relationships						
	Director	10% Owner	Officer	Other				
Strupp Thomas J FRANKLIN ELECTRIC CO IN 400 EAST SPRING STREET BLUFFTON, IN 46714	۱C		Vice President					
Signatures								
Thomas J. 08/ Strupp	/02/2012							

**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).
- includes: 1197 restricted shares vesting 4 years after the 5/4/2012 grant date, 1700 restricted shares that vest 4 years after the 2/22/2010 (1)grant date, 1251 shares that vest after the 3/2/2011 grant date and 13500 shares owned outright.
- includes: 1197 reestricted shares vesting 4 years after the 5/4/2012 grant date, 1700 restricted shares that vest 4 years after the 2/22/2010 (2) grant date 1251 shares that vest after the 3/2/2011 grant date and 6750 shares owned outright.
- (3) options became exercisable in 4 equal installments of 1/4 each year beginning on the first anniversary of the 3/5/2009 grant date.

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.