PENTAIR plc Form 4 September 06, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

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Check this box

if no longer

subject to

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

1(b).

Common

Common

Shares

Shares

09/02/2016

09/02/2016

(Print or Type Responses)

See Instruction

1. Name and GLENN T	Symbol	2. Issuer Name and Ticker or Trading Symbol PENTAIR plc [PNR]			5. Relationship of Reporting Person(s) to Issuer			
(Last) 5500 WAY 600	(First) (N	Middle) 3. Date o (Month/I	f Earliest To Day/Year)	_		(Chec _X_ DirectorOfficer (give below)		Owner or (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			
	VALLEY, MN 55						More than One Rep	
(City)	(State)	(Zip) Tab	le I - Non-I	Derivative S	Securities Acq	uired, Disposed of	f, or Beneficiall	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)		ies Acquired sposed of (D) and 5) (A) or (D) Price	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 Indirect Beneficial Ownership (Instr. 4)

Code V

 $M^{(1)}$

 $S^{(1)}$

Amount

10,000

10,000 D

(D)

Price

33.38

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

22,535

12,535

D

D

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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 Secur (Instr. 3)	2. ity Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am Nur Sha
Nonqualified Stock Option (right to buy)	\$ 33.38	09/02/2016		M <u>(1)</u>	10,000	(2)	05/03/2017	Common Shares	1
Phantom Stoc Units (Deferre Compensation	ed (3)					<u>(4)</u>	<u>(4)</u>	Common Shares	1,0

Reporting Owners

Reporting Owner Name / Address	Relationships					
reporting of the Funder Funders	Director	10% Owner	Officer	Other		
GLENN T MICHAEL 5500 WAYZATA BLVD., SUITE 600 GOLDEN VALLEY, MN 55416	X					

Signatures

/s/ John K. Wilson, Attorney-in-Fact for T. Michael
Glenn

**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).
- (1) The reported transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person for financial planning purposes in connection with stock options that will expire on May 3, 2017.
- (2) Options are vested and exercisable.
- (3) Phantom stock units convert into common shares on a one-for-one basis.
- (4) Settlement of phantom stock units will be in Pentair plc common shares in accordance with reporting person's irrevocable election.
- (5) End-of-period holdings include shares acquired under a dividend reinvestment plan in exempt transactions not required to be reported pursuant to Section 16(a).

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.

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