

STEBER RICHARD C

Form 4

June 22, 2007

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
STEBER RICHARD C

(Last) (First) (Middle)

9 TREFOIL DRIVE

(Street)

TRUMBULL, CT 06611-1330

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

GARDNER DENVER INC [GDI]

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

06/20/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

VP & GM Engrd Products Div

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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)
Common Stock	06/20/2007		M	V Amount (A) or (D) Price 2,734 A \$ 30.58	27,018	D	
Common Stock	06/20/2007		M	7,000 A \$ 20.09	34,018	D	
Common Stock	06/20/2007		M	8,340 A \$ 14.51	42,358	D	
Common Stock	06/20/2007		F	3,116 D \$ 42.76	39,242	D	
Common Stock	06/20/2007		D	100 D \$ 43.64	39,142	D	

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Common Stock	06/20/2007	D	1,256	D	\$ 43.62	37,886	D
Common Stock	06/20/2007	D	400	D	\$ 43.61	37,486	D
Common Stock	06/20/2007	D	200	D	\$ 43.6	37,286	D
Common Stock	06/20/2007	D	300	D	\$ 43.59	36,986	D
Common Stock	06/20/2007	D	100	D	\$ 43.58	36,886	D
Common Stock	06/20/2007	D	400	D	\$ 43.57	36,486	D
Common Stock	06/20/2007	D	100	D	\$ 43.56	36,386	D
Common Stock	06/20/2007	D	500	D	\$ 43.55	35,886	D
Common Stock	06/20/2007	D	1,400	D	\$ 43.54	34,486	D
Common Stock	06/20/2007	D	600	D	\$ 43.53	33,886	D
Common Stock	06/20/2007	D	100	D	\$ 43.52	33,786	D
Common Stock						4,850 ⁽¹⁾	I

401(k) and
Excess
Savings
Plan

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

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)		Title

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						Date Exercisable	Expiration Date		Amount or Number of Shares
Employee Stock Option (Right-to-Buy)	\$ 14.51	06/20/2007	M	8,340	<u>(2)</u>	02/23/2011	Common Stock	8,340	
Employee Stock Option (Right-to-Buy)	\$ 20.09	06/20/2007	M	7,000	<u>(3)</u>	02/21/2012	Common Stock	7,000	
Employee Stock Option (Right-to-Buy)	\$ 30.58	06/20/2007	M	2,734	<u>(4)</u>	02/20/2013	Common Stock	2,734	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STEBER RICHARD C 9 TREFOIL DRIVE TRUMBULL, CT 06611-1330			VP & GM Engrd Products Div	

Signatures

/s/ Tracy D. Pagliara,
Attorney-in-fact
06/22/2007

__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 reporting person acquired shares under the Company's Retirement Savings Plan, a 401(k) plan, and the related Supplemental Excess Defined Contribution Plan. The information reported herein is based on a report dated as of 6/21/07 from the Plan's recordkeeper, JPMorgan.
- (2) The options, granted under the Company's Long-Term Incentive Plan, as amended, vested in three equal installments beginning on 2/23/2005.
- (3) The options, granted under the Company's Long-Term Incentive Plan, as amended, vested in three equal installments beginning on 2/21/2006.
- (4) The options, granted under the Company's Long-Term Incentive Plan, as amended, vested in three equal installments beginning on 2/20/2007.

Remarks:

Tracy D. Pagliara, Attorney-in-fact for Richard C. Steber, pursuant to Power of Attorney dated February 20, 2007 and filed with

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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