

Edgar Filing: Ingersoll-Rand plc - Form 144

Ingersoll-Rand plc
Form 144
February 28, 2014

OMB APPROVAL

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SEC USE ONLY
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WORK LOCATION

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES

PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

Transmit for filing 3 copies of this form
ATTENTION: *concurrently with either placing an order with a
broker to execute sale
or executing a sale directly with a market maker.*

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1 (a) NAME OF ISSUER <i>(Please type or print)</i>	(b) IRS IDENT. NO. (c) S.E.C. FILE NO.		
Ingersoll-Rand plc	98-0626632 001-34400		
1 (d) ADDRESS OF ISSUER STATE ZIP CODE	STREET	CITY	(e) TELEPHONE NO.
170/175 Lakeview Drive, Airside Business Park, Swords, Co. Dublin Ireland		AREA CODE NUMBER + (353) (0) 1870-7400	
2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD	(b) RELATIONSHIP TO ISSUER		
Robert Gs. Zafari	Officer	(c) ADDRESS STREET CITY STATE ZIP CODE 170/175 Lakeview Drive, Airside Business Park, Swords, Co. Dublin Ireland	

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

3 (a)	(b)	SEC USE ONLY	(c)	(d)	(e)	(f)	(g)
	Name and Address of Each						
Title of the	Broker Through Whom the		Number of	Aggregate	Number of	Approximate	Name of
Class of	Securities are to be Offered	Broker-Dealer	or Other Units	Market Value	or Other Units	Date of Sale	Securities
Securities	or Each Market Maker	File Number	To Be Sold	(See instr. 3(d))	Outstanding	(See instr. 3(f))	Exchange
To Be Sold	who is Acquiring the Securities		(See instr. 3(c))	(See instr. 3(d))	(See instr. 3(e))	(MO. DAY YR.)	(See instr. 3(g))
	UBS Financial Services			\$5,136,338.68			
Ordinary Shares	1285 Avenue of the Americas		84,856	(as of February 27, 2014)	278,035,707 (as of February 3, 2014)	February 28, 2014	NYSE
	New York, New York 10019						

INSTRUCTIONS:

- | | | | | | |
|----|-----|--|----|-----|---|
| 1. | (a) | Name of issuer | 3. | (a) | Title of the class of securities to be sold |
| | (b) | Issuer's I.R.S. Identification Number | | (b) | Name and address of each broker through whom the securities are intended to be sold |
| | (c) | Issuer's S.E.C. file number, if any | | (c) | Number of shares or other units to be sold (if debt securities, give the aggregate face amount) |
| | (d) | Issuer's address, including zip code | | (d) | Aggregate market value of the securities to be sold as of a specified |
| | (e) | Issuer's telephone number, including area code | | | |
| | (f) | | | | |

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|-----|---|-----|---|
| | Approximate date on which the securities are to be sold | | date within 10 days prior to the filing of this notice |
| (g) | Name of each securities exchange, if any, on which the securities are intended to be sold | (e) | Number of shares or other units of outstanding, as shown by the most recent report or statement published by the issuer |
| 2. | (a) | | |
| | (b) | | |
| | (c) | | |
- (a) Name of person for whose account the securities are to be sold
Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)
- (b) 10% stockholder, or member of immediate family of any of the foregoing)
- (c) Such person's address, including zip code

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 control number.

SEC 1147 (08-07)

TABLE I - SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold

and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class	Date you Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired <i>(If gift, also give date donor acquired)</i>	Amount of Securities Acquired	Date of Payment	Nature of Payment
Ordinary Shares		Exercise of stock options				
Ordinary Shares	02/28/2014	Exercise of stock options	Ingersoll-Rand plc	13,910	02/28/2014	Cash
Ordinary Shares	02/28/2014	Exercise of stock options	Ingersoll-Rand plc	18,471	02/28/2014	Cash
Ordinary Shares	02/28/2014	Exercise of stock options	Ingersoll-Rand plc	6,577	02/28/2014	Cash
Ordinary Shares	02/28/2014	Exercise of stock options	Ingersoll-Rand plc	10,744	02/28/2014	Cash
Ordinary Shares	02/28/2014	Exercise of stock options	Ingersoll-Rand plc	9,357	02/28/2014	Cash
Ordinary Shares	02/28/2014	Exercise of stock options	Ingersoll-Rand plc	5,873	02/28/2014	Cash
Ordinary Shares	02/28/2014	Exercise of stock options	Ingersoll-Rand plc	5,743	02/28/2014	Cash
Ordinary Shares	02/28/2014	Exercise of stock options	Ingersoll-Rand plc	7,208	02/28/2014	Cash
Ordinary Shares	02/28/2014	Exercise of stock options	Ingersoll-Rand plc	6,973	02/28/2014	Cash
Ordinary Shares		Exercise of stock options				

INSTRUCTIONS: If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II - SECURITIES SOLD DURING THE PAST 3 MONTHS

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Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller	Title of Securities Sold	Date of Sale	Securities Sold	Amount of Gross Proceeds
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REMARKS:

ATTENTION:

INSTRUCTIONS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If each person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

February 28, 2014
DATE OF NOTICE

/s/ Sara Walden Brown, Attorney-In-Fact
(SIGNATURE)

DATE OF PLAN ADOPTION OR GIVING OF
INSTRUCTION,

The notice shall be signed by the person for whose account the securities are

to be sold. At least one copy of the notice shall be manually signed.

IF RELYING ON RULE 10B5-1

Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)