

ERICKSON JOHN D  
Form 4  
December 17, 2009

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ERICKSON JOHN D

2. Issuer Name and Ticker or Trading Symbol  
Otter Tail Corp [OTTR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
215 S CASCADE ST

3. Date of Earliest Transaction (Month/Day/Year)  
12/15/2009

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

(Street)  
FERGUS FALLS, MN 56537-2801

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/15/2009		S <sup>(1)(2)</sup>		274	D	\$ 23.34	2,126	I	By Foundation
Common Stock	12/15/2009		S <sup>(2)</sup>		510	D	\$ 23.35	1,616	I	By Foundation
Common Stock	12/15/2009		S <sup>(2)</sup>		100	D	\$ 23.36	1,516	I	By Foundation
Common Stock	12/15/2009		S <sup>(2)</sup>		202	D	\$ 23.37	1,314	I	By Foundation
Common Stock	12/15/2009		S <sup>(2)</sup>		100	D	\$ 23.38	1,214	I	By Foundation

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Common Stock	12/15/2009	<u>S(2)</u>	142	D	\$ 23.4	1,072	I	By Foundation
Common Stock	12/15/2009	<u>S(2)</u>	72	D	\$ 23.41	1,000	I	By Foundation
Common Stock	12/15/2009	<u>S(2)</u>	400	D	\$ 23.42	600	I	By Foundation
Common Stock	12/15/2009	<u>S(2)</u>	500	D	\$ 23.46	100	I	By Foundation
Common Stock	12/15/2009	<u>S(2)</u>	100	D	\$ 23.47	0	I	By Foundation
Common Stock	12/16/2009	M	10,000	A	\$ 19.75	106,852	D	
Common Stock	12/16/2009	<u>S(1)(3)</u>	700	D	\$ 23.37	106,152	D	
Common Stock	12/16/2009	<u>S(3)</u>	200	D	\$ 23.38	105,952	D	
Common Stock	12/16/2009	<u>S(3)</u>	2,600	D	\$ 23.4	103,352	D	
Common Stock	12/16/2009	<u>S(3)</u>	300	D	\$ 23.4075	103,052	D	
Common Stock	12/16/2009	<u>S(3)</u>	1,000	D	\$ 23.41	102,052	D	
Common Stock	12/16/2009	<u>S(3)</u>	400	D	\$ 23.415	101,652	D	
Common Stock	12/16/2009	<u>S(3)</u>	300	D	\$ 23.4175	101,352	D	
Common Stock	12/16/2009	<u>S(3)</u>	1,500	D	\$ 23.42	99,852	D	
Common Stock	12/16/2009	<u>S(3)</u>	1,200	D	\$ 23.43	98,652	D	
Common Stock	12/16/2009	<u>S(3)</u>	100	D	\$ 23.44	98,552	D	
Common Stock	12/16/2009	<u>S(3)</u>	600	D	\$ 23.45	97,952	D	
Common Stock	12/16/2009	<u>S(3)</u>	100	D	\$ 23.455	97,852	D	
Common Stock	12/16/2009	<u>S(3)</u>	400	D	\$ 23.46	97,452	D	
Common Stock	12/16/2009	<u>S(3)</u>	200	D	\$ 23.47	97,252	D	
	12/16/2009	<u>S(3)</u>	400	D	\$ 23.48	96,852 <sup>(4)</sup>	D	

Common  
Stock

Common  
Stock

4,981.9789 I ESOP

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

**Persons who 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 1474 (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 of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ERICKSON JOHN D 215 S CASCADE ST FERGUS FALLS, MN 56537-2801	X		President & CEO	

## Signatures

/s/ John D Erickson by Debra J Lill,  
Attorney-in-Fact

12/17/2009

\_\_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) All sales and gifts reported in this Form 4 were effected pursuant to Rule 10b5-1(c) trading plans.
- (2)

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Trading Plan was adopted by The John and Kim Erickson Family Foundation, a non-profit charitable corporation under Section 501(c)(3) of the Internal Revenue Code on 5/7/2008.

- (3) Trading Plan was adopted by the reporting person on 3/6/2008.
- (4) Total direct holdings include shares jointly held with spouse through Merrill Lynch and shares acquired individually pursuant to Restricted Stock Awards and Performance Award distributions.

### **Remarks:**

Due to SEC limitations of 30 transactions per Form 4 filing, please also view the first Form 4 for full report. On July 1, 2009,

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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