## Edgar Filing: FRANKLIN ELECTRIC CO INC - Form 4

FRANKLIN Form 4 August 23, 2	ELECTRIC CO 013	INC									
FORM	14								OMB A	PPROVA	۹L
-	UNITED	STATES		RITIES A shington			COMMISSIC	)N	OMB Number:	3235	-0287
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Check this box if no longer subject, to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES SECURITIES SECURITIES SECURITIES SECURITIES 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									ry 31, 2005 0.5		
(Print or Type I	Responses)										
BROWN DAVID T S:			2. Issuer Name <b>and</b> Ticker or Trading Symbol FRANKLIN ELECTRIC CO INC [FELE]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(M			3. Date of Earliest Transaction (Month/Day/Year) 08/22/2013			X_ Director 10% Owner Officer (give title Other (specify below) below)					
Filed(Mo			ed(Month/Day/Year) Applicable Line) _X_ Form filed by O			) by On	vint/Group Filing(Check One Reporting Person fore than One Reporting				
SCOTISDA	ALE, AZ 85262						Person	5		1 0	
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	l of,	or Beneficia	lly Owne	d
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	For (D) (I)	Ownership rm: Direct ) or Indirect astr. 4)	7. Nature Indirect Beneficia Ownersh (Instr. 4)	al 1ip
Reminder: Rep	ort on a separate line	e for each cl	ass of sec	urities bene	Perso	ns who res	or indirectly. spond to the coll ained in this for			SEC 1474 (9-02)	

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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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount	8. Price
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	of Underlying	Derivat
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	Securities	Securit

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	(A) or Dispo (D) (Instr.	(A) or Disposed of		(Instr. 3 and 4)		(Instr. 5	
			Code N	7 (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
stock units	<u>(1)</u>	08/22/2013	А	95.2	1	(1)	(1)	common stock	95.21	\$ 38.

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BROWN DAVID T 10858 EAST WILDCAT HILL RD. SCOTTSDALE, AZ 85262	Х						
Signatures							
Angela M. Hughes, power of attorney Brown	08/	/23/2013					
<u>**</u> Signature of Reporting Perso	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).

Pursuant to terms of the Nonemployee Directors' Deferred Compensation Plan approved by the board of directors on February 11, 2000 and amended and restated on April 7, 2006, Mr. Brown elected to receive his 2008-2013 board of directors retainer, meeting fees and stock award in Franklin Electric Co., Inc. common stock, issuance of such shares deferred until he retires or otherwise leaves the board of

(1) Stock award in Prankin Electric Co., inc. common stock, issuance of such shares deferred until he refues of otherwise reaves the board of directors (e.g. Stock Units). On August 22, 2013, Mr. Brown was credited with 95.21 Stock Units for dividends that would have been paid on such deferred shares. At distribution, Mr. Brown may elect pursuant to the terms of the Plan to receive his deferred compensation either in shares of Franklin common stock or in cash.

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.