

PENTAIR plc  
Form 4  
January 05, 2017

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BORIN MARK C**

(Last) (First) (Middle)

**5500 WAYZATA BLVD., SUITE  
600**

(Street)

**GOLDEN VALLEY, MN 55416**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**PENTAIR plc [PNR]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**01/03/2017**

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)

Chief Acctg Office-Controller

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 Indirect Beneficial Ownership (Instr. 4)
Common Shares - Restricted Stock Units	01/03/2017		A <sup>(1)</sup>	3,538 A \$ 0	10,252 <sup>(2)</sup> <sup>(3)</sup>	D	
Common Shares	01/03/2017		F <sup>(4)</sup>	895 D \$ 57.95	23,765 <sup>(2)</sup>	D	
Common Shares - ESOP					518.5699 <sup>(6)</sup>	I	By ESOP
Common Shares -					4,764.882 <sup>(2)</sup> <sup>(5)</sup> <sup>(6)</sup>	I	Plan Agent

Deferral  
Plan

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 Security (Instr. 3 and 4)
Employee Stock Option (right to buy)	\$ 57.95	01/03/2017		A <sup>(7)</sup>	16,605	01/03/2018 <sup>(8)</sup> 01/03/2027	Common Shares 16,605

**Reporting Owners**

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BORIN MARK C 5500 WAYZATA BLVD., SUITE 600 GOLDEN VALLEY, MN 55416	Chief Acctg Office-Controller

**Signatures**/s/ John K. Wilson, Attorney-in-Fact for Mark C.  
Borin

01/05/2017

\*\*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) Restricted stock units granted pursuant to and subject to a vesting condition of the Pentair plc 2012 Stock and Incentive Plan. Each restricted stock unit represents a right to receive one share of Pentair plc common shares upon vesting.

## Edgar Filing: PENTAIR plc - Form 4

- (2) End-of-period holdings reflect the vesting of restricted stock units that were previously reported.
- (3) The amount of Common Stock-Restricted Stock Units owned is corrected to remove 1,166 vested restricted stock units that were previously reported.
- (4) Shares surrendered to pay taxes applicable to vesting of restricted stock units.
- (5) Shares of Pentair plc common shares will be delivered to the reporting person in accordance with their irrevocable deferral election.
- (6) 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).
- (7) Employee stock option granted under the Pentair plc 2012 Stock and Incentive Plan.
- (8) One-third of the stock options become exercisable on the first, second, and third anniversary of the grant.

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.