

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

UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, D.C. 20549

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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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *				2										5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
SHAWLEY S	TEVEN	I R		I	nge	rsoll-R	ano	l pl	c [IR								
(Last)	(Last) (First) (Middle) 3					3. Date of Earliest Transaction (MM/DD/YYYY)								Director 10% Owner X Officer (give title below) Other (specify below)				
C/O INGERS COMPANY, S STREET							•	3/30)/2(012				ice Presid	lent and (CFO		
(Street)														6. Individual or Joint/Group Filing (Check Applicable Line)				
DAVIDSON, NC 28036 (City) (State) (Zip)														_ X _ Form filed by One Reporting Person Form filed by More than One Reporting Person				
		Table l	I - Non-I	Deriv	vativ	e Securi	ties	Acq	uir	ed, I	Dispos	sed of, o	or Beneficiall	y Owned				
			2. Tra Date	ans.	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		I.	4. Securities Acquired (A) of Disposed of (D) (Instr. 3, 4 and		or F	. Amount of Secu following Reporte Instr. 3 and 4)	Amount of Securities Beneficially Owned lowing Reported Transaction(s) tr. 3 and 4)			7. Nature of Indirect Beneficial Ownership (Instr. 4)		
						,	C	ode	\vdash	Amoun	(A) or t (D)	Price				(I) (Instr. 4)	, ,	
Ordinary Shares 3/3				3/30/	/2012			A		(1)	A	841.35	17	179581.77				
Ordinary Shares (2)													4	234.88		I	By Plan Trustee	
Tab	le II - Dei	rivative	Securitio	es Be	enefi	cially Ov	vne	d (e	.g.	, put	s, cal	ls, warı	ants, options	s, convert	ible secur	ities)	•	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans Code (Instr 8)	s. D s S r. A	5. Number of Derivative Securities Acquired (A) of Disposed of (D (Instr. 3, 4 and		and Exp		Exercisable iration Date		Securitie	and Amount of es Underlying ve Security and 4)	8. Price of Derivative Security (Instr. 5)	derivative Securities	10. Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exer		Ex ble Da	piratior te	Title	Amount or Number of Shares		Reported	(I) (Instr. 4)		
Phantom Stock Units	\$0	3/30/2012		A		40.95 (1)			(3)		(3)	Ordinal Shares	411 45	\$41.35	11702.37 (4)	I	By Plan Trustee	

Explanation of Responses:

- (1) Reflects acquisition of dividend equivalents paid on Company stock held through Company plans. Dividend equivalents are paid at the same rate and at the same time as dividends are paid to Company shareholders.
- (2) Latest available information provided by the trustee of the Ingersoll-Rand Employee Savings Plan.
- (3) These Phantom Stock Units are to be settled in cash equal to the fair market value of ordinary shares multiplied by the number of phantom stock units held upon the reporting person's termination of employment with the issuer.
- (4) Amount represents an approximate number of shares based on the total market value of the reporting person's Company stock fund units, as reported by the trustee of the Company supplemental compensation plans.

Reporting Owners

Domontino Orymon Nome / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
SHAWLEY STEVEN R									
C/O INGERSOLL-RAND COMPANY									
			Senior Vice President and CFO						
800-E BEATY STREET									
DAVIDSON, NC 28036									

Signatures

/s/ S. Wade Sheek - Attorney-in-Fact 4/3/2012

** Signature of Reporting Person

Date

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

- 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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.