FORM 4

[ ] 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

OMB APPROVAL
OMB Number: 3235-0287
Expires: February 28, 2011
Estimated average burden hours per response... 0.5

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. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
LAMACH MICHAEL W (Last) (First) (Middle) **C/O INGERSOLL-RAND COMPANY, 155 CHESTNUT RIDGE ROAD** (Street) **MONTVALE, NJ 07645** (City) (State) (Zip)	**INGERSOLL RAND CO LTD [IR]** 3. Date of Earliest Transaction (MM/DD/YYYY) **2/17/2009** 4. If Amendment, Date Original Filed (MM/DD/YYYY)	_____ Director _____ 10% Owner __ **X** __ Officer (give title below) _____ Other (specify below) **President and COO** 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			
Class A Common Shares (Performance Shares) (1)	**2/17/2009**		**F**		**4751** (2)	**D**	**$0.00**	**6624** (3)	**D**	
Class A Common Shares	**2/17/2009**		**J**		**9205** (4)	**A**	**$0.00**	**9205**	**D**	
Class A Common Shares (Restricted Share Units) (5)								**13225**	**D**	
2009 - 2010 Performance Share Units (6)								**53429**	**D**	
2009 - 2011 Performance Share Units (7)								**53429**	**D**	
Class A Common Shares (EDCP II) (8)								**42925.79**	**D**	
Class A Common Shares (9)								**983.63**	**I**	**By Plan Trustee**

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

(1) These shares were granted under the Ingersoll-Rand Performance Share Program and vest one year from the date of grant.

(2) Represents shares forfeited pursuant to a net settlement procedure for shares granted under the Ingersoll Rand Company Limited Performance Share Program.

(3) Amount reflects the reduction of the forfeited net settlement shares as well as the resulting net shares that are now directly held as Class

A Common Shares by the Reporting Person.

(4) Represents shares acquired pursuant to a net settlement procedure for shares granted under the Ingersoll Rand Company Limited Performance Share Program.

(5) Restricted share units vest in three annual installments beginning on February 12, 2010.

(6) Represents target number of performance shares. The actual number of shares to be issued, which could range from 0 to two times the initial target amount, will depend upon, among other things, the issuer's financial performance during the relevant performance period relative to S&P 500 Industrial Index. The shares, if any, will be issued in February 2011.

(7) Represents target number of performance shares. The actual number of shares to be issued, which could range from 0 to two times the initial target amount, will depend upon, among other things, the issuer's financial performance during the relevant performance period relative to S&P 500 Industrial Index. The shares, if any, will be issued in February 2012.

(8) Represents units acquired under the IR Executive Deferred Compensation Plan II (the "EDCP II"), which are subject to the vesting provisions of the EDCP II. The units are to be converted on a one-for-one basis and settled in Class A common shares upon the reporting person's termination of employment with the issuer, or earlier or later upon certain elections.

(9) Latest available information provided by the trustee of the Ingersoll-Rand Employee Savings Plan.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LAMACH MICHAEL W **C/O INGERSOLL-RAND COMPANY** **155 CHESTNUT RIDGE ROAD** **MONTVALE, NJ 07645**			**President and COO**	

Signatures

By: /s/ Barbara A. Santoro - Attorney-in-Fact **2/19/2009**

** 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.

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