

FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

[] 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 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * Baldwin Brian M (Last) (First) (Middle) 280 PARK AVENUE, 41ST FLOOR (Street) NEW YORK, NY 10017 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol nVent Electric plc [NVT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒ Director ☐ 10% Owner ☐ Officer (give title below) ☐ Other (specify below)
3. Date of Earliest Transaction (MM/DD/YYYY) 5/29/2018		6. Individual or Joint/Group Filing (Check Applicable Line) ☐ Form filed by One Reporting Person ☒ Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

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			
Ordinary Shares	5/29/2018		X		204958	A \$23.2382 (1) (2) (3) (4)	16809736	I	Please see explanation below (5) (6)
Ordinary Shares	5/29/2018		X		49134	A \$23.3233 (1) (2) (3) (7)	16858870	I	Please see explanation below (5) (6)
Ordinary Shares	5/29/2018		P		193573	A \$26.4399 (8)	17052443	I	Please see explanation below (5) (6)
Ordinary Shares	5/30/2018		P		140425	A \$26.3851 (9)	17192868	I	Please see explanation below (5) (6)
Ordinary Shares	5/31/2018		P		365000	A \$26.9628 (10)	17557868	I	Please see explanation below (5) (6)
Ordinary Shares - Restricted Stock Units							5130	D	

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				
Put-Call Option (right and obligation to buy)	\$23.2382 (1) (2) (3) (4)	5/29/2018		X		204958		(1) (2) (3)	11/20/2018	Ordinary Shares	204958	\$0.00	0	I	Please see explanation below (5) (6)
Put-Call Option (right and obligation to buy)	\$23.3233 (1) (2) (3) (7)	5/29/2018		X		49134		(1) (2) (3)	11/20/2018	Ordinary Shares	49134	\$0.00	0	I	Please see explanation below (5) (6)

Explanation of Responses:

- (1) In November 2017, Triam Partners Strategic Investment Fund-N, L.P. ("TPSIF-N") entered into privately negotiated back-to-back call and put transactions with a counterparty through which it became entitled to the same economic gain or loss as if it had purchased shares of Pentair plc. Upon the distribution of ordinary shares of the Issuer to holders of ordinary shares of Pentair plc on April 30, 2018, the back-to-back call and put transactions were adjusted, in accordance with their terms, to permit TPSIF-N to acquire both ordinary shares of Pentair plc and ordinary shares of the Issuer. More specifically, following the adjustment, these transactions incorporated back-to-back call options and puts (the "nVent Options") pursuant to which, on or prior to November 20,

2018 (the "Exercise Date"), TPSIF-N could acquire the number of shares of the Issuer set forth above at the exercise price set forth above (the "Exercise Price").

- (2) (FN 1, contd.) The call options could be exercised at any time, in whole or in part, on or prior to the Exercise Date. TPSIF-N was also party to a put option with the counterparty for the same number of shares of the Issuer pursuant to which, if on the Exercise Date the call options had not been exercised by TPSIF-N and the Exercise Price were greater than the closing price of the shares on the Expiration Date (the "Closing Price"), the counterparty could require TPSIF-N to, at such person's election, either (i) pay the counterparty an amount in cash equal to the product of (a) the excess of the Exercise Price over the Closing Price and (b) the number of shares set forth above or (ii) acquire from the counterparty the number of shares set forth above at the Exercise Price. With the exercise of any call option, a corresponding number of put options would be automatically terminated.
- (3) (FN 2, contd.) As part of these transactions, TPSIF-N paid the counterparty a financing fee based on the number of days that the nVent Options that it holds are outstanding, which fee was calculated using a monthly rate equal to one month LIBOR plus an applicable spread. No premium was paid by either of the parties in connection with the nVent Options. Until exercised, the nVent Options did not give TPSIF-N any direct or indirect voting, investment or dispositive control over the underlying shares.
- (4) The put-call option was previously reported at an exercise price of 23.2033 but, in accordance with the terms of the underlying agreements, the exercise price was adjusted to reflect dividends paid with respect to the indicated shares and the financing fee paid to the counterparty.
- (5) Trian Fund Management, L.P. ("Trian Management") serves as the management company for Trian Partners, L.P., Trian Partners Master Fund, L.P., Trian Partners Parallel Fund I, L.P., Trian Partners Strategic Investment Fund II, L.P., Trian Partners Strategic Investment Fund-A, L.P., TPSIF-N, Trian Partners Strategic Investment Fund-D, L.P., Trian Partners Fund (Sub)-G, L.P., Trian Partners Strategic Fund-G II, L.P., Trian Partners Strategic Fund-G III, L.P., Trian Partners Strategic Fund-K, L.P. and Trian Partners Strategic Fund-C, Ltd. (collectively, the "Trian Entities") and as such determines the investment and voting decisions of the Trian Entities with respect to the shares of the Issuer held by them.
- (6) (FN 5, contd.) Mr. Baldwin is a limited partner of certain affiliates of the Trian Entities and Trian Management and therefore may be deemed to have an indirect interest in the shares which they hold. The Reporting Persons disclaim beneficial ownership of such shares except to the extent of their respective pecuniary interests therein and this report shall not be deemed an admission that the Reporting Persons are the beneficial owner of such securities for purposes of Section 16 or for any other purpose. Mr. Baldwin is a director of the Issuer.
- (7) The put-call option was previously reported at an exercise price of \$23.296 but, in accordance with the terms of the underlying agreements, the exercise price was adjusted to reflect dividends paid with respect to the indicated shares and the financing fee paid to the counterparty.
- (8) The price shown in Column 4 is a weighted average purchase price. The price range for the purchases is \$26.15 to \$26.50. The Reporting Persons undertake to provide upon request by the staff of the Securities and Exchange Commission, the Issuer or a security holder of the Issuer, full information regarding the number of shares purchased at each separate price.
- (9) The price shown in Column 4 is a weighted average purchase price. The price range for the purchases is \$26.14 to \$26.50. The Reporting Persons undertake to provide upon request by the staff of the Securities and Exchange Commission, the Issuer or a security holder of the Issuer, full information regarding the number of shares purchased at each separate price.
- (10) The price shown in Column 4 is a weighted average purchase price. The price range for the purchases is \$26.61 to \$27.15. The Reporting Persons undertake to provide upon request by the staff of the Securities and Exchange Commission, the Issuer or a security holder of the Issuer, full information regarding the number of shares purchased at each separate price.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Baldwin Brian M 280 PARK AVENUE 41ST FLOOR NEW YORK, NY 10017	X			
TRIAN FUND MANAGEMENT, L.P. 280 PARK AVENUE 41ST FLOOR NEW YORK, NY 10017	X			

Signatures

Daniel R. Marx, Attorney-In-Fact for Brian M. Baldwin

— Signature of Reporting Person

5/31/2018

Date

Daniel R. Marx, Attorney-In-Fact for Edward P. Garden, member of the general partner of Trian Fund Management, L.P.

— Signature of Reporting Person

5/31/2018

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.