Ingersoll-Rand plc Form 4 February 17, 2010

FORM 4

Check this box

if no longer

subject to

Section 16.

Form 4 or

obligations

Form 5

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

OMB APPROVAL OMB

Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

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

2. Issuer Name and Ticker or Trading

SECURITIES

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

II) (5)

(Print or Type Responses)

1. Name and Address of Reporting Person *

GAULD WILLIAM B				Symbol Ingersoll-R	Symbol Ingersoll-Rand plc [IR]				Issuer (Charle all applicable)			
(Last) (First) (Middle) C/O INGERSOLL-RAND COMPANY, ONE CENTENNIAL AVENUE				,	3. Date of Earliest Transaction (Month/Day/Year) 02/12/2010				(Check all applicable) Director 10% OwnerX Officer (give title Other (specify below) Senior Vice President			
				02/12/2010								
(Street)					4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
	PISCATAWAY	Y, NJ 08855						Form filed by More than One Reporting Person				
	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										ly Owned	
	1.Title of Security (Instr. 3)	any		Execution Date, if	3. Transactic Code (Instr. 8)	(A) or			Beneficially Fo Owned (D Following Inc Reported (In Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
	Ordinary Shares (Restricted Share Units)	02/12/2010)		F	995 (2)	` '	\$0	6,134 <u>(3)</u>	D		
	Ordinary Shares								2,071 (4)	D		
	Ordinary Shares (EDCP								27,364.92 <u>(6)</u>	D		

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2009 - 2010 Performance Shares (7)	21,372	D	
2009 - 2011 Performance Shares (8)	21,372	D	
Ordinary Shares (9)	2,921.8	I	By Plan Trustee

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

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SEC 1474

(9-02)

9. Nu Deriv Secur Bene

Follo Repo Trans (Insti

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)	4. Transactic Code (Instr. 8)	5. onNumber 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 Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title 1	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GAULD WILLIAM B C/O INGERSOLL-RAND COMPANY ONE CENTENNIAL AVENUE PISCATAWAY, NJ 08855

Senior Vice President

Signatures

/s/ Kenneth H. Yi - 02/12/2010 Attorney-in-Fact

**Signature of Reporting Person Date

Reporting Owners 2

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 Share Units vest in three annual installments beginning on February 12, 2010.
- (2) Represents shares forfeited pursuant to a net settlement procedure for Restricted Share Units.
- (3) Amount reflects the reduction of forfeited net settlement shares as well as the resulting net shares that have vested and are now held directly as ordinary shares by the Reporting Person.
- (4) Represents net shares resulting from the net settlement procedures used for the Restricted Share Units.
 - Represents vested units acquired or deferred under the IR Executive Deferred Compensation Plan II (the "EDCP II"). The units are to
- (5) be converted on a one-for-one basis and settled in shares upon the reporting person's termination of employment with the issuer, or earlier or later upon certain elections.
- (6) Amount reflects 4,416 Performance Shares that vested on February 12, 2010.
 - 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.
- 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.
- (9) Latest available information provided by the trustee of the Ingersoll-Rand Employee Savings Plan.

Remarks:

On July 1, 2009, Ingersoll-Rand plc, an Irish public limited company (the "Company") became the successor of Ingersoll-Rand 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.