

PENTAIR LTD  
Form 15-15D  
March 10, 2014

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

**FORM 15**

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION**  
**UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934**  
**OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934.**

**Commission File Number 333-184152**

**PENTAIR, INC. RETIREMENT SAVINGS AND STOCK INCENTIVE PLAN**

**(Exact name of registrant as specified in its charter)**

**Freier Platz 10**  
**8200 Schaffhausen, Switzerland**  
**41-52-630-48-00**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

**Plan Interests in the Flow Control Retirement Savings and Investment Plan**

(Title of each class of securities covered by this Form)

**Plan Interests in the Pentair, Inc. Retirement Savings and Stock Incentive Plan**

(Titles of all other classes of securities for which a duty to file reports under Section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)	..
Rule 12g-4(a)(2)	..
Rule 12h-3(b)(1)(i)	..
Rule 12h-3(b)(1)(ii)	..
Rule 15d-6	x

Approximate number of holders of record as of the certification or notice date: None

On December 31, 2013, the Flow Control Retirement Savings and Investment Plan (the Merged Plan) was merged into the Pentair, Inc. Retirement Savings and Stock Incentive Plan (the Pentair Plan). As a result, the Merged Plan ceased to exist and the interests in the Merged Plan, which previously constituted securities registered pursuant to the Securities Act of 1933, as amended, no longer exist. Pursuant to Rule 15d-6 under the Securities Exchange Act of 1934, as amended, the Pentair Plan has filed this Form 15 as successor in interest to the Merged Plan to reflect the suspension of the Merged Plan's duty to file reports under Section 15(d) of the Securities Exchange Act of 1934, as amended.

Pursuant to the requirements of the Securities Exchange Act of 1934, the administrator of the Pentair, Inc. Retirement Savings and Stock Incentive Plan, as successor to the Flow Control Retirement Savings and Investment Plan, has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

PENTAIR, INC. RETIREMENT SAVINGS AND  
STOCK INCENTIVE PLAN (AS SUCCESSOR TO  
THE FLOW CONTROL RETIREMENT SAVINGS  
AND INVESTMENT PLAN)

Date: March 10, 2014

By: /s/ Angela D. Lageson  
Angela D. Lageson  
Senior Vice President, General Counsel and  
Secretary

