Zafari Robert Form 4 September 06, 2012

FORM 4

Check this box

if no longer

subject to

Section 16.

Form 4 or

obligations

may continue.

See Instruction

Form 5

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

OMB APPROVAL OMB

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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(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * Zafari Robert | 2. Issuer Name and Ticker or Trading Symbol Ingersoll-Rand plc [IR] | 5. Relationship of Reporting Person(s) to Issuer | | | |
|---------------------------------------------------------|----------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|--|--|--|
| (Last) (First) (Middle) | 3. Date of Earliest Transaction | (Check all applicable) | | | |
| C/O INGERSOLL-RAND COMPANY, 800-E BEATY STREET | (Month/Day/Year) 09/04/2012 | Director 10% Owner X Officer (give title Other (specification) below) Senior Vice President | | | |
| (Street) | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | | |
| DAVIDSON NC 28036 | Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | |

DAVIDSON, NC 28036

Shares (3)

| DAVIDS | Person | | | | | | | | | |
|--------------------------------------|-----------------------------------------|-------------------------------------------------------------|----------------------------------------------------------------------------------|---------------|-----|------------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|---------|--|
| (City) | (State) | (Zip) Tak | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Code (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| Ordinary Shares | 09/04/2012 | | Code V M | Amount 13,240 | (D) | Price \$ 32.1825 | (Instr. 3 and 4) 43,058.22 | D | | |
| Ordinary Shares | 09/04/2012 | | M | 14,400 | A | \$ 38.685 | 57,458.22 | D | | |
| Ordinary Shares | 09/04/2012 | | F | 21,348 | D | \$ 46.05 | 36,110.22 | D | | |
| Ordinary Shares | 09/05/2012 | | S | 6,292 | D | \$ 45.44 (1) | 29,818.22 (2) | D | | |
| Ordinary | | | | | | | 2 324 64 | T | By Plan | |

2,324.64

Trustee

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

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SEC 1474 (9-02)

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) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of torDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amo Underlying Secu (Instr. 3 and 4) | |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------|--------|----------------------------------------------------------------|--------------------|---------------------------------------------------------|------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | An or Nu of S |
| Stock Appreciation Rights | \$ 32.1825 | 09/04/2012 | | M | | 13,240 | <u>(4)</u> | 02/03/2014 | Ordinary Shares | 13 |
| Stock Appreciation Rights | \$ 38.685 | 09/04/2012 | | M | | 14,400 | <u>(5)</u> | 02/01/2015 | Ordinary Shares | 14 |
| Phantom Stock Units | \$ 0 | 09/05/2012 | | A | 52.14 | | <u>(6)</u> | <u>(6)</u> | Ordinary Shares | 51 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Zafari Robert C/O INGERSOLL-RAND COMPANY 800-E BEATY STREET DAVIDSON, NC 28036

Senior Vice President

Signatures

/s/ S. Wade Sheek - 09/06/2012 Attorney-in-Fact

**Signature of Reporting Person Date

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).
- This transaction was executed in multiple trades ranging from \$45.431 to \$45.441 per share. The price reported above reflects the weighted average purchase price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.

Reporting Owners 2

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- (2) Includes 4,631 ordinary shares that were previously inadvertently omitted.
- (3) Latest available information provided by the trustee of the Ingersoll-Rand Employee Savings Plan.
- (4) Stock appreciation rights, which have a ten-year term, became exercisable in three equal annual installments beginning on 02/04/2005.
- (5) Stock appreciation rights, which have a ten-year term, became exercisable in three equal annual installments beginning on 02/02/2006.
- (6) 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.
- (7) 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.

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.