

INGERSOLL RAND CO LTD
Form 8-K
December 04, 2007

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15 (d) of the Securities Exchange Act of 1934

Date of Report - November 30, 2007
(Date of earliest event reported)

INGERSOLL-RAND COMPANY LIMITED
(Exact name of registrant as specified in its charter)

Bermuda (State or other jurisdiction of incorporation)	1-985 (Commission File Number)	75-2993910 (I.R.S. Employer Identification No.)
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Clarendon House
2 Church Street
Hamilton HM 11, Bermuda
(Address of principal executive offices, including zip code)
(441) 295-2838
(Registrant's phone number, including area code)

N/A
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.01. Completion of Acquisition or Disposition of Assets.

On November 30, 2007, Ingersoll-Rand Company Limited (the “Company”) completed the previously disclosed sale of its Bobcat, Utility Equipment and Attachments business units (collectively, “Compact Equipment”) to Doosan Infracore, Inc. The Company’s Compact Equipment business manufactures and sells compact equipment, including skid-steer loaders, compact truck loaders, mini-excavators and telescopic tool handlers; portable air compressors, generators, and light towers; general-purpose light construction equipment; and attachments.

The Company received cash proceeds of approximately \$4.9 billion, subject to post closing purchase price adjustments, and will generate net cash proceeds of approximately \$3.75 billion from the sale of the business.

A copy of the press release announcing the completion of the sale of the Compact Equipment business is filed with this report as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(b) Included as Exhibit 99.2 to this Current Report on Form 8-K are the following unaudited pro forma financial statements giving effect to the Company’s disposition of its Compact Equipment business (as well as the earlier disposition of its Road Development business):

1. Unaudited Pro Forma Condensed Consolidated Income Statement Information for the years ended December 31, 2006, 2005 and 2004.
2. Unaudited Pro Forma Condensed Consolidated Balance Sheet Information as of September 30, 2007 and December 31, 2006.
3. Notes to the Pro Forma Condensed Consolidated Income Statement and Balance Sheet Information.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release of Ingersoll-Rand Company Limited dated November 30, 2007.
99.2	Unaudited Pro Forma Financial Statement Information.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**INGERSOLL-RAND COMPANY
LIMITED**

(Registrant)

Date: December 4, 2007

/s/ James V. Gelly
James V. Gelly

Senior Vice President and

Chief Financial Officer
