

Ingersoll-Rand plc  
 Form 4  
 February 25, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**Katz Robert L**

(Last) (First) (Middle)

**C/O INGERSOLL-RAND  
 COMPANY, 800-E BEATY  
 STREET**

(Street)

**DAVIDSON, NC 28036**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**Ingersoll-Rand plc [IR]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**02/22/2014**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
**Senior Vice President**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

**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)	3. Transaction 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)
				(A) or (D)	Price		
				Code	V	Amount	
Ordinary Shares	02/22/2014		F		585	D	\$ 59.65 25,003.04 D
Ordinary Shares	02/24/2014		M		2,302	A	\$ 33.51 27,305.04 D
Ordinary Shares	02/24/2014		M		4,404	A	\$ 37.71 31,709.04 D
Ordinary Shares	02/24/2014		M		5,767	A	\$ 32.43 37,476.04 D
Ordinary Shares	02/24/2014		M		5,705	A	\$ 41.91 43,181.04 D

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Ordinary Shares	02/24/2014	S	18,178	D	\$ 59.78	25,003.04	D	
Ordinary Shares <sup>(1)</sup>						700	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)

**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 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. F Der Sec (Ins	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				
Stock Option (Right to Buy)	\$ 33.51	02/24/2014		M	2,302	<sup>(2)</sup>	11/30/2020	Ordinary Shares	2,302
Stock Option (Right to Buy)	\$ 37.71	02/24/2014		M	4,404	<sup>(3)</sup>	02/13/2021	Ordinary Shares	4,404
Stock Option (Right to Buy)	\$ 32.43	02/24/2014		M	5,767	<sup>(4)</sup>	02/23/2022	Ordinary Shares	5,767
Stock Option (Right to Buy)	\$ 41.91	02/24/2014		M	5,705	<sup>(5)</sup>	02/21/2023	Ordinary Shares	5,705

## Reporting Owners

Reporting Owner Name / Address

Relationships

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Director    10% Owner    Officer    Other

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

Senior Vice President

## Signatures

/s/ Sara Walden Brown,  
Attorney-in-Fact

02/25/2014

\_\_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).
- (1) Latest available information provided by the trustee of the Ingersoll-Rand Employee Savings Plan.
- (2) The stock option vests in three (3) equal annual installments beginning on December 1, 2011.
- (3) The stock option vests in three (3) equal annual installments beginning on February 14, 2012.
- (4) The stock option vests in three (3) equal annual installments beginning on February 24, 2013.
- (5) The stock option vests in three (3) equal annual installments beginning on February 22, 2014.

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.