

PENTAIR INC  
Form 8-K  
April 26, 2004

**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 (Date of earliest event reported): April 26, 2004**

Commission file number 1-11625

**Pentair, Inc.**

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(Exact name of Registrant as specified in its charter)

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**Minnesota**

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(State or other jurisdiction of incorporation or organization)

**41-0907434**

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(I.R.S. Employer Identification number)

**5500 Wayzata Blvd, Suite 800, Golden Valley, Minnesota**

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(Address of principal executive offices)

**55416**

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(Zip code)

**Registrant's telephone number, including area code: (763) 545-1730**

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**ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.**

(c) Exhibits The following exhibit is provided as part of the information furnished under Item 9 and Item 12 of this Current Report on Form 8-K:

<b>Exhibit</b>	<b>Description</b>
99.1	Pentair, Inc. press release dated April 26, 2004 announcing earnings results for the first quarter of 2004.

**ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION**

On April 26, 2004, Pentair, Inc. issued a press release announcing earnings for the quarter ended April 3, 2004 and conference call in connection therewith. A copy of the release is furnished herewith as Exhibit 99.1 and incorporated herein by reference. This Current Report on Form 8-K and the press release attached hereto are being furnished by Pentair pursuant to Item 12 of Form 8-K.

This press release contains information regarding a non-GAAP financial measure, free cash flow. Pentair uses free cash flow (cash from operations less capital expenditures) as a measure of cash generation from the business and we believe the free cash flow trend is a useful measure to investors to demonstrate the sustainability of Pentair's operations and the ability to continue to pay dividends and fund acquisitions.

**SIGNATURE**

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, thereunto duly authorized, on April 26, 2004.

PENTAIR, INC.

Registrant

By /s/ David D. Harrison

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David D. Harrison

Executive Vice President and Chief Financial Officer

(Chief Accounting Officer)

**EXHIBIT INDEX**

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**Exhibit**

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**Description**

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