

Ingersoll-Rand plc
Form 144
May 01, 2019

OMB APPROVAL

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SEC USE ONLY
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WORK LOCATION

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

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

Transmit for
filing 3
copies of this
form
concurrently
with either
placing an
ATTENTION: order with a
broker to
execute sale
or executing
a sale
directly with
a market
maker.

1 (a) NAME OF ISSUER (Please type or print)

Ingersoll-Rand plc

1 (d) ADDRESS OF
ISSUER
STATE ZIP CODE

STREET

CITY

(e) TELEPHONE NO.
NUMBER

(b) IRS
IDENT. NO. (c) S.E.C. FILE
NO. 001-34400
98-0626632

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170/175 Lakeview Drive, Airside Business Park, Swords, Co. AREA 1870-7400
Dublin Ireland CODE

+(353)(0)

2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE (b) (c) ADDRESS STREET CITY
SECURITIES ARE TO BE SOLD RELATIONSHIP STATE ZIP CODE
TO ISSUER

Marcia J. Avedon

Officer

170/175 Lakeview Drive, Airside
Business Park, Swords, Co. Dublin
Ireland

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

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| 3 (a) | (b) | SEC USE ONLY | (c) | (d) | (e) | (f) | (g) |
|---|--|---------------------------|--|--|---|--|--|
| Title of the Class of Securities To Be Sold | Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities | Broker-Dealer File Number | Number of Shares or Other Units To Be Sold (See instr. 3(c)) | Aggregate Market Value (See instr. 3(d)) | Number of Shares or Other Units Outstanding (See instr. 3(e)) | Approximate Date of Sale (See instr. 3(f)) (MO. DAY YR.) | Name of Each Securities Exchange (See instr. 3(g)) |
| Ordinary Shares | UBS Financial Services 1285 Avenue of the Americas New York, New York 10019 | | 10,000 | \$1,226,100 (as of April 30, 2019) | 241,158,226 (as of April 19, 2019) | May 1, 2019 | NYSE |

INSTRUCTIONS:

1. (a) Name of issuer
 - (b) Issuer's I.R.S. Identification Number
 - (c) Issuer's S.E.C. file number, if any
 - (d) Issuer's address, including zip code
 - (e) Issuer's telephone number, including area code
2. (a) Name of person for whose account the securities are to be
3. (a) Title of the class of securities to be sold
 - (b) Name and address of each broker through whom the securities are intended to be sold
 - (c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)
 - (d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice
 - (e) Number of shares or other units of outstanding, as shown by the most the class outstanding, or if debt securities the face amount thereof
- recent report or statement published by the issuer

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- sold
- | | | | |
|-----|--|-----|---|
| (b) | Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing) | (f) | Approximate date on which the securities are to be sold |
| (c) | Such person's address, including zip code | (g) | Name of each securities exchange, if any, on which the securities are intended to be sold |

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 control number.

SEC 1147 (08-07)

TABLE I - SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

| Title | Nature of Acquisition Transaction | Name of Person from Whom Acquired (If gift, also give date donor acquired) | Amount of Securities Acquired | Date of Payment | Nature of Payment |
|------------------------------|-----------------------------------|--|-------------------------------|-----------------|-------------------|
| Ordinary Shares 2/25/2014 | Exercise of Stock Options | Ingersoll-Rand plc | 10,000 | n/a | n/a |

TABLE II - SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

| Name and Address of Seller | Title of Securities Sold | Date of Sale | Amount of Securities Sold | Gross Proceeds |
|----------------------------|--------------------------|--------------|---------------------------|----------------|
|----------------------------|--------------------------|--------------|---------------------------|----------------|

REMARKS:

INSTRUCTIONS:

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If each person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

May 1, 2019
DATE OF NOTICE

/s/ Sara Walden Brown, Attorney-In-Fact
(SIGNATURE)

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION, IF RELYING ON RULE 10B5-1

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)