

CATHCART RICHARD J

Form 4

January 22, 2003

1. Name and Address of Reporting Person  
Cathcart, Richard J.  
1500 County Road B2 West  
Suite 400  
St. Paul, MN 55113-3105  
USA
2. Issuer Name and Ticker or Trading Symbol  
Pentair, Inc. (PNR)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year  
01/22/2003
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President, COO Water Tech.
7. 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 | 2. Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 2A.Execu-<br>tion<br>Date<br>(Month/<br>Day/<br>Year) | 3. Trans-<br>action<br>Code<br>V | 4. Securities Acquired (A)<br>or Disposed of (D)<br>Amount<br>A/D<br>Price | 5. Amo<br>Securi<br>Benefi<br>Owned<br>Follow<br>Report<br>Transa |
|----------------------|---|---|----------------------------------|--|---|
| Common Stock         | 01/22/2003  |   | F                                | -74 D \$35.0247  | 46965.  |