

PENTAIR INC
Form SC 13G
April 28, 2008

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**SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13G**

Under the Securities Exchange Act of 1934

Pentair Inc

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

US7096311052

(CUSIP Number)

04/25/2008

(Date of Event Which Requires Filing of this Statement)

Check appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 - Rule 13d-1(c)
 - Rule 13d-1(d)
-

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NAMES OF REPORTING PERSONS/I.R.S. Identification Nos. of Above Persons (Entities Only)

1 Pictet Asset Management SA(PAM SA)

The reporting person disclaim beneficial ownership of the shares reported, which are owned of record and beneficially by three non-U.S. investment funds, both managed by PAM SA.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2
 (a)
 (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 Pictet Asset Management SA - Switzerland

SOLE VOTING POWER

5
 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

Pictet Asset Management SA:
 5,003,809

SHARED VOTING POWER

6
 Pictet Asset Management SA: None

SOLE DISPOSITIVE POWER

7
 Pictet Asset Management SA:
 5,003,809

SHARED DISPOSITIVE POWER

8
 Pictet Asset Management SA: None

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

Pictet Asset Management SA: 5,003,809

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

10

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

Pictet Asset Management SA: 5.04%

TYPE OF REPORTING PERSON:

12

Pictet Asset Management SA: IA

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Item 2

Item 3. If this statement is filed pursuant to Rule 13d-1 (b), or 13d-2 (b) or (c), check whether the person is A

Item 4. Ownership

Item 5. Ownership of Five Percent or Less of a Class

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

Item 8. Identification and Classification of Members of the Group

Item 9. Notice of Dissolution of the Group

Item 10. Certification

SIGNATURE

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Item 1.

(a) Name of Issuer: Pentair Inc

(b) Address of Issuer's Principal Executive Offices:

5500 Wayzata Boulevard
Suite 800
Golden Valley, MN 55416
United States

Item 2

(a) Names of Person Filing:

Pictet Asset Management SA(PAM SA)

(b) Address of Principal Business Office or, if none, Residence:

Pictet Asset Management SA:
60 ROUTE DES ACACIAS
GENEVA 73
SWITZERLAND
CH-12 11

(c) Citizenship:

Pictet Asset Management SA: United Kingdom

(d) Title of Class Securities: COMMON STOCK

(e) CUSIP Number: US7096311052

Item 3. If this statement is filed pursuant to Rule 13d-1 (b), or 13d-2 (b) or (c), check whether the person is A
Not applicable.

Item 4. Ownership

The reporting persons disclaim beneficial ownership of the shares reported, which are owned of record and beneficially by three non-U.S. investment funds, both are managed by PAM SA.

(a) Amount Beneficially Owned:

Pictet Asset Management SA: 5,003,809

(b) Percent of Class:

Pictet Asset Management SA: 5.04%

(c) Number of shares as to which such person has:

Pictet Asset Management SA:

(i) sole power to vote or to direct the vote: 5,003,809

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(ii) shared power to vote or to direct the vote: None

(iii) sole power to dispose or to direct the disposition of: 5,003,809

(iv) shared power to dispose or to direct the disposition of: None

Item 5. Ownership of Five Percent or Less of a Class

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

See answer to Item 2 (a)

Item 8. Identification and Classification of Members of the Group

Not applicable.

Item 9. Notice of Dissolution of the Group

Not applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date : 28th April 2008

/s/ David Cawthrow

David Cawthrow
Chief Compliance Officer

AGREEMENT OF REPORTING PERSONS

The undersigned hereby agree that the foregoing Schedule 13G is filed on behalf of the undersigned.

Pictet Asset Management SA

By: /s/ David Cawthrow
David Cawthrow, Chief Compliance
Officer