

DOVER Corp
Form 4/A
February 29, 2016

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Sellhausen Stephen

(Last) (First) (Middle)

C/O DOVER
CORPORATION, 3005
HIGHLAND PARKWAY

(Street)

DOWNERS GROVE, IL 60515

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
DOVER Corp [DOV]

3. Date of Earliest Transaction
(Month/Day/Year)
02/23/2016

4. If Amendment, Date Original
Filed(Month/Day/Year)
02/24/2016

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify
below) below)

Senior Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/23/2016		M		46,449	A	\$ 25.96	60,738	D	
Common Stock	02/23/2016		D		19,761	D	\$ 61.02	40,977	D	
Common Stock	02/23/2016		F		12,197 ⁽¹⁾	D	\$ 61.02	28,780	D	
Common Stock	02/23/2016		M		43,663	A	\$ 37.79	72,443	D	
Common Stock	02/23/2016		D		27,041	D	\$ 61.02	45,402	D	

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Common Stock	02/23/2016	F	5,926 (1)	D	\$ 61.02	39,476	D	
Common Stock	02/23/2016	M	28,116	A	\$ 58.69	67,592	D	
Common Stock	02/23/2016	D	27,043	D	\$ 61.02	40,549	D	
Common Stock	02/23/2016	F	491	D	\$ 61.02	40,058	D	
Common Stock	02/23/2016	M	28,637	A	\$ 57.62	68,695	D	
Common Stock	02/23/2016	D	27,042	D	\$ 61.02	41,653	D	
Common Stock	02/23/2016	F	730	D	\$ 61.02	40,923	D	
Common Stock						1,315	I	By 401(k) Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right	\$ 25.96	02/23/2016		M		46,449		02/12/2012	02/12/2019	Common Stock	46,449
Stock Appreciation Right	\$ 37.79	02/23/2016		M		43,663		02/11/2013	02/11/2020	Common Stock	43,663
Stock Appreciation Right	\$ 58.69	02/23/2016		M		28,116		02/10/2014	02/10/2021	Common Stock	28,116

Stock

Appreciation \$ 57.62 02/23/2016

M

28,637 02/09/2015 02/09/2022

Common
Stock

28,6

Right

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sellhausen Stephen C/O DOVER CORPORATION 3005 HIGHLAND PARKWAY DOWNERS GROVE, IL 60515			Senior Vice President	

Signatures

/s/ Stephen Sellhausen by Alison M. Rhoten,
Attorney-in-fact

02/29/2016

__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) This amendment is being filed solely to report revised numbers of shares withheld to satisfy tax withholding obligations upon exercise.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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