

Eckert Andrew J
 Form 4
 November 29, 2012

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Eckert Andrew J

(Last) (First) (Middle)

TENNANT COMPANY, LEGAL DEPT., MD 16, 701 N. LILAC DR.

(Street)

MINNEAPOLIS, MN 55422

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 TENNANT CO [TNC]

3. Date of Earliest Transaction (Month/Day/Year)
 11/27/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Vice President, The Americas

6. 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 (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 | 11/27/2012 | | M | | 311 | A | \$ 32.33 |
| Common Stock | 11/27/2012 | | M | | 138 | A | \$ 34.81 |
| Common Stock | 11/27/2012 | | M | | 7,462 | A | \$ 10.08 |
| Common Stock | 11/27/2012 | | S | | 7,911 | D | \$ 37.9169 |
| Common Stock | 11/28/2012 | | M | | 2,538 | A | \$ 10.08 |

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Common Stock 11/28/2012 S 2,538 D \$ 37.7 8,077 D

Common Stock 2,670.0572 I ESOP & Profit Sharing

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

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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 Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy) | \$ 10.08 | 11/27/2012 | | M | 7,462 | 02/27/2012 02/27/2019 | Common Stock | 7,462 |
| Stock Option (right to buy) | \$ 34.81 | 11/27/2012 | | M | 138 | 06/05/2008 02/19/2013 | Common Stock | 138 |
| Stock Option (right to buy) | \$ 32.33 | 11/27/2012 | | M | 311 | 05/31/2007 02/19/2013 | Common Stock | 311 |
| Stock Option (right to buy) | \$ 10.08 | 11/28/2012 | | M | 2,538 | 02/27/2012 02/27/2019 | Common Stock | 2,538 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

Eckert Andrew J
TENNANT COMPANY, LEGAL DEPT., MD 16
701 N. LILAC DR.
MINNEAPOLIS, MN 55422

Vice
President, The
Americas

Signatures

/s/ Amy M. Jensen on behalf of Andrew J.
Eckert

11/29/2012

__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) Reflects the weighted average price of 7,911 shares of Common Stock of Tennant Company sold by the reporting person in multiple transactions on November 27, 2012 with sale prices ranging from \$37.70 to \$38.08. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

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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