Sellhausen Stephen Form 4 February 19, 2013

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB APPROVAL

OMB Number: 3235-0287

Expires:

January 31, 2005

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response... 0.5

Check this box if no longer subject to Section 16. Form 4 or

Form 4 or
Form 5
obligations
may continue.

Filed pursuant to Section 16
Section 17(a) of the Public Ut

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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * Sellhausen Stephen		ng Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol DOVER Corp [DOV]	5. Relationship of Reporting Person(s) to Issuer		
(Last)  C/O DOVER  CORPORATIO  HIGHLAND F	· · · · · · · · · · · · · · · · · · ·	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/14/2013	(Check all applicable)  Director 10% OwnerX_ Officer (give title Other (specification))  Senior Vice President		
DOWNERS G	(Street)	50515	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		

### **DOWNERS GROVE, IL 60515**

(City)	(State)	(Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	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)
Common Stock	02/14/2013		M	4,146	A	<u>(1)</u>	6,704	D	
Common Stock	02/14/2013		F	1,360	D	\$ 71.86	5,344	D	
Common Stock							865.72	I	By 401(k) Plan

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474

(9-02)

Person

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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 orDerivative Securities Acquired ( Disposed ( (Instr. 3, 4	(A) or of (D)	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and An Underlying Sec (Instr. 3 and 4)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title ON O
Performance Shares	(1)	02/14/2013		M		2,624	<u>(1)</u>	<u>(1)</u>	Common Stock
Stock Appreciation Right	\$ 71.86	02/14/2013		A	24,492		02/14/2016	02/14/2023	Common Stock 2
Performance Shares	<u>(2)</u>	02/14/2013		A	1,670		(2)	(2)	Common Stock

# **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 R. Sellhausen by Don D. Suh,
Attorney-in-fact

02/19/2013

\*\*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).
- Represents settlement of performance shares representing a contingent right to receive shares of Dover common stock, based on Dover's relative total shareholder return versus that of Dover's peer group for the three-year performance period ended 12/31/2012. Amount of actual shares issued upon settlement of the award could vary from 0% to 200% of the target grant of 2,624 performance shares.
- (2) Each performance share represents a contingent right to receive shares of Dover common stock, based on Dover's relative total shareholder return versus that of Dover's peer group over the three-year performance period ending 12/31/2015.
- (3) Represents target grant amount. The actual number of shares that will be paid in respect of the performance share award may range from 0% to 200% of the target grant.

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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