## Edgar Filing: DONALDSON CO INC - Form 4

DONALDSO	ON CO INC									
Form 4										
January 06, 2	2016									
<b>FORM</b>	14							OMB AF	PROVAL	
	UNITED	STATES SECUE Was	RITIES A shington,			NGE C	COMMISSION	OMB Number:	3235-0287	
Check the if no long	aer.							Expires:	January 31,	
subject to Section 1	5 SIAIEM	IENT OF CHAN	GES IN SECUR		<b>CIA</b>	LOW	NERSHIP OF	Estimated a burden hour		
Form 4 o								response	0.5	
Form 5 obligation	-	suant to Section 1				-				
may cont		a) of the Public U	•	•	· ·			1		
See Instru 1(b).		30(h) of the In	vestment	Compan	у Ас	t of 194	-0			
(Print or Type I	Responses)									
1. Name and A Owens Jame	ddress of Reporting F	Symbol	Name and			-	5. Relationship of Issuer	Reporting Pers	con(s) to	
		DONAI	LDSON C	O INC [	DCI	l	(Check	k all applicable	)	
(Last)	(First) (M		f Earliest Tr	ansaction						
1400 WEST	94TH STREET	(Month/D 01/01/2	-				X Director Officer (give t below)		Owner er (specify	
	(Street)		ndment, Da hth/Day/Year	-	l		6. Individual or Jo Applicable Line)	-	-	
BLOOMIN	GTON, MN 5543	1					_X_ Form filed by O Form filed by M Person			
(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	lv Owned	
1.Title of	2. Transaction Date		3.				5. Amount of	6. Ownership	-	
Security (Instr. 3)	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			d of (D)	Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)		
					(A) or		Transaction(s) (Instr. 3 and 4)			
C			Code V	Amount	(D)	Price	(msu. 5 and 4)			
Common Stock	01/01/2016	01/04/2016	А	523	А	\$ 28.66	2,808	D		

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 displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration E (Month/Day	Date	7. Title and Underlying (Instr. 3 and	Securities
				Code V	(A) (D	) Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 28.43	01/04/2016		A	18,700	<u>(1)</u>	01/04/2026	Common Stock	18,700

## **Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Owens James 1400 WEST 94TH STREET BLOOMINGTON, MN 55431	Х			
Signatures				
Amy C. Becker, Attorney-in-fact for James J. Owens 01/06/2016				
<u>**</u> Signature of Reporting I	Person		:	Date
<b>Explanation of Re</b>	spon	ses:		

- \* 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) The option vests in three equal annual installments beginning on January 4, 2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.