SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 11-K

(Mark One)

/x/ ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [FEE REQUIRED]

For the fiscal year ended December 31, 1994

OR

/ / TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 [NO FEE REQUIRED]

For the transition period from

Commission file number SEC File No. 2-91561

A: DOVER CORPORATION EMPLOYEE SAVINGS AND INVESTMENT PLAN

(Full title of the plan)

в:

DOVER CORPORATION 280 Park Avenue New York, New York 10017 212/922-1640

(Name of issuer of the securities held pursuant to the plan and the address of its principal executive office)

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REQUIRED INFORMATION (as required by items no. 1 thru 3)

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Independent Auditors' Report and Consent.

Statements of Net Assets Available for Benefits as of December 31, 1994 and 1993.

Statements of Changes in Net Assets Available for Benefits for the years ended December 31, 1994, December 31, 1993 and December 31, 1992.

Notes to Financial Statements

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EXHIBIT INDEX

Accountants' Consent (See Independent Auditors' Report).

Independent Auditors' Report and Consent

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Pension Committee Dover Corporation Employee Savings and Investment Plan:

We have audited the statements of net assets available for plan benefits of the Dover Corporation Employee Savings and Investment Plan (the Plan) as of December 31, 1994 and 1993 and the related statements of changes in net assets available for plan benefits for each of the years in the three-year period ended December 31, 1994. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for plan benefits of the Plan as of December 31, 1994 and 1993 and the changes in net assets available for plan benefits for each of the years in the three-year period ended December 31, 1994, in conformity with generally accepted accounting principles.

In addition, we consent to incorporation by reference of this report in the Registration Statement No. 2-91561 on Form S-8 of Dover Corporation.

KPMG PEAT MARWICK LLP

NEW YORK, NEW YORK June 27, 1995

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DOVER CORPORATION EMPLOYEE SAVINGS AND INVESTMENT PLAN STATEMENT OF NET ASSETS AVAILABLE FOR PLAN BENEFITS DECEMBER 31, 1994

ASSETS	TOTAL	STOCK FUND	INCOME FUND	EQUITY FUND	GROWTH FUND	BALANCED FUND	LOAN FUND
Investments at Fair Value (Cost): Common Stock							
Dover Corporation (\$51,255,030)	\$ 58,829,338	\$58,829,338	\$	\$	\$	\$	\$
Common Stock Funds;							
(\$24,929,440; \$10,940,786) Other Funds	32,706,781			22,135,450	10,571,331		
(\$35,248,824; \$6,213,983)	40,770,300		35,188,839			5,581,461	
Notes receivable from employees	9,685,727						9,685,727
Receivables:							
Employee Contributions	56,946	1,310	12,700	24,137	2,469	16,330	
Employer Contributions	18,481	18,481					
Total Assets	142,067,573	58,849,129	35,201,539	22,159,587	10,573,800	5,597,791	9,685,727
LIABILITIES							
Distributions payable	3	3					
Due to (from) other fund		2,866	(595)			(2,271)	
Total Liabilities	3	2,869	(595)			(2,271)	
Net assets available for plan benefits			\$35,202,134				\$9,685,727

DOVER CORPORATION

EMPLOYEE SAVINGS AND INVESTMENT PLAN

Statement of Net Assets Available for Plan Benefits

December 31, 1993

ASSETS	TOTAL	STOCK FUND	INCOME FUND	EQUITY FUND	GROWTH FUND
Investments at Fair Value (Cost): Common Stock					
Dover Corporation (\$40,274,876) Investors Diversified Services Common Stock Funds (\$20,808,754;	\$ 59,933,286	\$59,933,286	\$	\$	\$
\$9,718,442)	31,382,726			21,148,819	10,233,907
Investors Diversified Services Trust					
Funds (\$35,428,904; \$4,274,908)	39,589,410		35,362,027		
Notes receivable from employees					
Short-term investment funds of trustee	3,043	2,985	58		
Total Assets	\$139,408,307	\$59,936,271	\$35,362,085	\$21,148,819	\$10,233,907
LIABILITIES					
Distributions payable	60	2	58		
Due to (from) other fund		(1,786)	(63,151)	15,896	58,056
Total Liabilities	60	(1,784)	(63,093)	15,896	58,056
Net assets available for plan benefits	\$139,408,247	,	\$35,425,178		\$10,175,851

ASSETS	BALANCED FUND	LOAN FUND	
<pre>Investments at Fair Value (Cost): Common Stock Dover Corporation (\$40,274,876) Investors Diversified Services Common Stock Funds (\$20,808,754; \$9,718,442)</pre>	\$	\$	
Investors Diversified Services Trust Funds (\$35,428,904; \$4,274,908) Notes receivable from employees Short-term investment funds of trustee	4,227,383	8,499,842 	
Total Assets	\$4,227,383	\$8,499,842	
LIABILITIES Distributions payable Due to (from) other fund Total Liabilities	(9,015) (9,015) (9,015)		
Net assets available for plan benefits	\$4,236,398		

DOVER CORPORATION

EMPLOYEE SAVINGS AND INVESTMENT PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS

FOR THE YEAR ENDED DECEMBER 31, 1994

	TOTAL	STOCK FUND	INCOME FUND	EQUITY FUND	GROWTH FUND	BALANCED FUND	LOAN FUND
Investments Income:							
Interest			\$ 1,937,499	\$			\$ 523,629
Dividends Net realized/unrealized	4,431,103	1,039,009		2,459,262	473,400	459,432	
gain (loss) on investments	(14,256,342)	(9,673,854)	(288)	(3,161,500)	(785,731)	(634,969)	
	(7,364,111)	())))))))	1,937,211	(702,238)			523,629
Contributions:							
Employees Employer		4,104,932 4,816,314	3,629,422 36,520	2,618,739 78,940	1,860,655	1,015,607 52,297	
Emproyer	4,984,071	4,010,314	36,520	/8,940		52,297	
	18,213,426	8,921,246	3,665,942	2,697,679	1,860,655	1 1	
Net loans to participants		(731,915)	(591,224)	(242,212)	(105,871)	(46,202)	1,717,424
Interfund transfers		3,295,201			(455,823)		(523,629)
Plan merger	3,343,359		578,651	1,323,997		-,,	
Rollovers	281,044	123,368		20,179	23,411		
Distributions to participants	(11,814,395)	(4,064,850)	(4,345,795)	(1,755,089)	(612,092)	(505,030)	(531,539)
Increase (Decrease) in net assets available for plan benefits	2,659,323	(1 001 705)	(222.044)	1 000 004	207 040	1 262 664	1 105 005
available for plan benefits		(1,091,793)				1,505,004	
Net assets available for plan benefits							
Beginning of period	139,408,247	59,938,055	35,425,178	21,132,923	., .,	4,236,398	8,499,842
End of period	\$142,067,570	\$58,846,260	\$35,202,134	\$22,159,587	\$10,573,800	\$5,600,062	\$9,685,727

See accompanying notes to financial statements.

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DOVER CORPORATION

EMPLOYEE SAVINGS AND INVESTMENT PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS

FOR THE YEAR ENDED DECEMBER 31, 1993

	TOTAL	STOCK FUND	INCOME FUND	EQUITY FUND	GROWTH FUND	BALANCED FUND	LOAN FUND
Investments Income:	\$ 2,619,997	<u>,</u>		s	s	s	\$ 488.081
Interest Dividends Net realized/unrealized	5,506,644	2,271,890	\$ 2,131,916	2,383,687		359,031	\$ 488,081
gain (loss) on investments	15,532,945	14,274,892	12,054	626,969	577,473	41,557	
	23,659,586	16,546,782	2,143,970	3,010,656	1,069,509	400,588	488,081
Contributions							
Employees Employer	11,907,729 4,307,760	3,602,641 4,307,760	3,945,664	2,268,482	1,480,433	610,509	
	16,215,489	7,910,401	3,945,664	2,268,482	1,480,433	610,509	
Net loans to participants		(665,825)	(726,179)	(283,586)	(32,164)	(40,332)	1,748,086
Interfund transfers		(716,319)	() · · · · · · ·	(168,041)	1		
Plan spin-off Distributions to participants	(5,360,667) (10,709,776)		(1,578,455) (4,977,167)		(317,105) (193,612)	(111,066) (277,295)	(460,128) (554,191)
proceeding to participants							(334,191)

Increase (Decrease) in net assets

available for plan benefits	23,804,632	17,625,589	(3,067,146)	2,675,537	3,658,860	2,178,025	733,767
Net assets available for plan benefits							
Beginning of period	115,603,615	42,312,466	38,492,324	18,457,386	6,516,991	2,058,373	7,766,075
End of period	\$139,408,247	\$59,938,055	\$35,425,178	\$21,132,923	\$10,175,851	\$4,236,398	\$8,499,842

See accompanying notes to financial statements.

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DOVER CORPORATION

EMPLOYEE SAVINGS AND INVESTMENT PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS

FOR THE YEAR ENDED DECEMBER 31, 1992

	TOTAL	STOCK FUND	INCOME FUND	EQUITY FUND	GROWTH FUND	BALANCED FUND	LOAN FUND
Investments Income: Interest Dividends Net realized/unrealized	\$ 3,040,974 3,441,753	\$ 768,131	\$ 2,503,181		\$ 360,360		\$ 537,793
gain (loss) on investments	2,857,542	3,749,042	27,906	(900,150)	45,999	(65,255)	
	9,340,269	4,517,173	2,531,087		406,359	142,514	537,793
Contributions Employees Employer			4,491,867				
	15,251,598	7,146,246	4,491,867	2,418,044	937,636	257,805	
Net loans to participants Interfund transfers Distributions to participants	(13,500,580)	(638,811) (5,541,785) (3,101,014)	(904,632) (146,815) (7,370,476)		5,450,930	1,839,657	(537,793)
Increase (Decrease) in net assets for plan benefits			(1,398,969)				1,357,503
Net assets available for plan benefits							
Beginning of period	104,512,328	39,930,657	39,891,293	18,281,806			6,408,572
End of period	\$115,603,615	\$42,312,466	\$38,492,324	\$18,457,386	\$ 6,516,991	\$2,058,373	\$7,766,075

See accompanying notes to financial statements.

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DOVER CORPORATION

EMPLOYEE SAVINGS AND INVESTMENT PLAN

Notes to Financial Statements

(1)

- Summary of Significant Accounting Policies
 - (a) Basis Presentation

The accompanying statements, prepared on the accrual basis of accounting, present the net assets available for Plan benefits and changes in net assets available for Plan benefits for the Dover Corporation Employee Savings and Investment Plan (the Plan).

(b) Management of Trust Funds

Investors Diversified Services (IDS) Trust (The Trustee) was granted discretionary authority to purchase and sell securities. IDS, which is an American Express Company, changed its name during the current year to American Express Financial Advisors.

The Trustee maintains five investment funds as follows:

The Stock Fund (Fund A) is authorized to invest in Dover Corporation common stock.

The Income Fund (Fund B) is authorized to invest in fixed income securities such as securities of the United States government or agencies thereof, money market funds, corporate bonds, mortgages, and insurance company contracts.

The Equity Fund (Fund C) is authorized to invest in common stocks and other equity-type investments which are expected to present opportunities for capital appreciation.

The Balanced Fund (Fund D) is authorized to invest in a combination of common stocks (up to 65%) and preferred stocks, bonds, convertible bonds, notes and unsecured bonds and short-term investments (up to 35%).

The Growth Fund (Fund E) is authorized to invest primarily in common stocks with the objective of obtaining capital growth without regard to income or volatility.

The Plan Administrator may delegate the management of the Plan's assets to another investment manager if it deems it advisable in the future. Funds temporarily awaiting investment are placed in a short-term investment fund of the Trustee where they earn the prevailing market rate of interest.

(c) Investments

Investments in securities are carried by the Plan at fair values, which are determined by the Trustee, as follows:

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DOVER CORPORATION

EMPLOYEE SAVINGS AND INVESTMENT PLAN

Notes to Financial Statements

(1), Continued

Common stock - quotations obtained from national securities exchanges; and

Fixed income and short term securities (U.S. government obligations, commercial paper, corporate bonds) - stated at market values based upon market quotations obtained from published sources.

Realized gains or losses on investments sold determined on the average cost method are as follows:

	Stock Fund	Income Fund	Equity Fund	Growth Fund	Balanced Fund
1994					
Aggregate Proceeds Aggregate Cost	\$ 9,671,990 7,261,742	\$ 12,744,034 12,744,322	\$ 3,717,828 3,745,273	\$3,886,694 3,787,505	\$1,511,624 1,561,594
Net Gain (Loss)	\$ 2,410,248	\$ (288)	\$ (27,445)	\$ 99,189	\$ (49,970)
1993					
Aggregate Proceeds	\$ 10,951,608	\$ 15,063,372	\$ 4,334,883	\$2,874,737	\$ 975 , 577

Aggregate Cost	8,585,033	15,051,318	4,211,184	2,732,815	954,158
Net Gain (Loss)	\$ 2,366,575 ======	\$ 12,054	\$ 123,699	\$ 141,922	\$ 21,419
1992					
Aggregate Proceeds Aggregate Cost	\$ 20,976,226 19,621,911	\$ 13,680,342 13,652,436	\$ 5,542,099 5,354,751	\$1,327,238 1,361,153	\$ 433,140 430,732
Net Gain (Loss)	\$ 1,354,315 =========	\$ 27,906	\$ 187,348	\$ (33,915)	\$ 2,408

Unrealized gain and losses were as follows:

	Stock Fund	Equity Fund	Growth Fund	Balanced Fund
1994				
Balance at Beginning of Year Balance at The End of Year	\$ 19,658,410 7,574,308		\$ 515,465 (369,455)	
Net Change	\$(12,084,102)	\$ (3,134,055)		
1993				
Balance at Beginning of Year Balance at The End of Year	\$ 7,750,093 19,658,410	\$ (163,205) 340,065	\$ 79,914 515,465	\$ (67,661) (47,523)
Net Change	\$ 11,908,317	\$ 503,270		
1992				
Balance at Beginning of Year Balance at The End of Year	\$ 5,355,366 7,750,093	\$ 924,293 \$ (163,205)	\$ 79,914	\$ (67,661)
Net Change	\$ 2,394,727	\$ (1,087,498)		\$ (67,661)

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DOVER CORPORATION

EMPLOYEE SAVINGS AND INVESTMENT PLAN

Notes to Financial Statements

(2) The Plan

Participation in the Plan is voluntary. All employees of participating units of Dover Corporation ("Dover") who have reached age 21 and completed one year of service are eligible to participate in the Plan. A participant (except highly compensated employees) may elect to exclude from 2% to 18% in whole percentages (subject to IRS regulations) of his or her compensation (the "Deferred Amount") from current taxable income by contributing it to the Plan. Each participating Dover unit (Employers) will make contributions to the Plan on behalf of the Participants employed by it, equal to between 25% and 50% of the first 6% of earnings included in the Deferred Amount (the "Employer Matching Contribution"). All Employee and Employer contributions will be credited to a participant's Savings Account. The Participant is fully vested with respect to this nonforfeitable balance at all times. At the discretion of Dover's

Board of Directors, an additional year-end Employer Matching Contribution may also be made to the Plan on behalf of the Participants, based on operating results. The aggregate percentage of all employer matching contributions, for the plan year, shall not exceed 80% of the first 6% of earnings included in the deferred amount. All employer matching contributions are initially invested in the stock fund (Fund A).

Upon retirement, total disability, death or other termination of employment of a Participant, or upon termination of the Plan, the current balances in his or her Savings Account shall become payable to the Participant or the designated beneficiary, as the case may be. All benefits payable under the Plan shall be paid in a single distribution consisting of cash, Dover Corporation common stock or both, in an amount equal to the Participant's entire interest in the Plan and in proportion to the Participant's interest in the five investment funds. The Plan does not permit withdrawals during a Participant's active career.

A participant who has been active in the Plan for at least twelve months may request a loan from his or her Deferred and Employer Account balances. Loan requests must be in increments of \$500. The minimum a participant may borrow is \$1,000, and the maximum amount is determined by the balance in the participant's "Savings Account" (Deferred and Employer Contribution Accounts combined) as of the Valuation Date preceding the loan request in accordance with Department of Labor Regulations, as per the following schedule:

Savings Account Value _____

Allowable Loan

less than or equal to \$100,000 more than \$100,000

up to 50% of amount in Savings Account \$50,000

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EMPLOYEE SAVINGS AND INVESTMENT PLAN

Notes to Financial Statements

(2) Continued

Loans are available for the acquisition of a home, home improvements, medical expenses, education expenses, or other purposes approved by the Plan Administrator.

Each Participant will have the right to direct that the entire amount of the Deferred Amount being allocated to his or her Savings Account during a Plan Year be invested in one or more of such Investment Funds in multiples of five percent. Each participant will have the right at any time to move all or any portion of the investment (including the match) among the investment funds.

Each participant will have the right to rollover into the plan distributions from other qualified plans or conduit IRA's.

(3) Federal Income Taxes

The Plan Administrator has received a tax qualification letter from the Internal Revenue Service covering changes made to the Plan to comply with the Employee Retirement Income Security Act of 1974. The Plan Administrator believes the Plan continues to qualify under the provisions of Section 401 the Internal Revenue Code, and is exempt from Federal Income Taxes.

(4) Administrative Expenses

Administrative expenses of the Plan have been paid by Dover Corporation, which currently waives its right to have the Plan pay its own expenses.

(5) Plan Termination

Although it has not expressed any intent to do so, Dover has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

(6) Plan Merger and Spin-Off

On October 1, 1994 assets as of 1/1/94 amounting to \$3,343,359 were merged into "The Plan" from the A-C Compressor Savings and Investment Plan. A-C Compressor is a wholly owned subsidiary of Dover Corporation. The merger was accounted for on a pooling of interests basis. Employer match in funds other than the Dover Stock Fund relates to A-C Compressor's match for the period 1/1/94 - 9/30/94.

During 1993, assets amounting to \$5,360,667 were spun off primarily to DOVatron International Inc.'s Savings and Investment Plan. DOVatron International was spun-off to Dover Corporation shareholders on May 21, 1993 in a tax-free stock distribution. As a result, the Dover Stock Fund received dividend income of \$1,419,057.

(7) Subsequent Event

On January 1, 1995 assets amounting to \$5,996,730 were merged into "The Plan" from the General Elevator Savings and Investment Plan. General is a wholly owned subsidiary of Dover Corporation.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Plan Administrator has duly caused this annual report to be signed by the undersigned hereunto duly authorized.

DOVER CORPORATION EMPLOYEE SAVINGS AND INVESTMENT PLAN

Dated: June 27, 1995

By: /s/ Robert G. Kuhbach

Robert G. Kuhbach, Vice President and Secretary and Member Pension Committee (Plan Administrator)
