SEC Form 4

(City)

FORM	И4
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(State)

(Zip)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287
Estimated average bu	
hours per response:	0.5

	Form 4 or Form 5 may continue. <i>See</i> 1(b).		Filed pursuant to Section 16(a) of the Securities Exchange Act of 19 or Section 30(h) of the Investment Company Act of 1940	934	Estimated average burd hours per response:	len
(Last) C/O DOVE	ddress of Reporting P <u>vonne M</u> (First) R CORPORATION LAND PARKWAY	(Middle) 1	2. Issuer Name and Ticker or Trading Symbol DOVER Corp [DOV]	(Check all applical Director X Officer (c below)	10% 0	Owner (specify
(Street) DOWNERS GROVE	IL	60515	4. If Amendment, Date of Original Filed (Month/Day/Year)	Line) X Form file	nt/Group Filing (Check A d by One Reporting Pers d by More than One Rep	son

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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)	
Common Stock	02/04/2019		М		20,713	A	\$31.87	33,621 ⁽¹⁾	D		
Common Stock	02/04/2019		D		7,564	D	\$87.28	26,057	D		
Common Stock	02/04/2019		F		5,877	D	\$87.28	20,180	D		
Common Stock								1,548	I	By 401(k) Plan	

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

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

L								-			-				
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. Transa Code (8)		of Ex		Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Right	\$31.87	02/04/2019		М			20,713	02/11/2013	02/11/2020	Common Stock	20,713	\$0	0	D	

Explanation of Responses:

1. The issuer's outstanding equity awards, including the SSAR being exercised, and unvested restricted stock units which are included in this total in Column 5 have been adjusted in connection with the separation of Apergy Corporation from the Issuer that was effected on May 9, 2018, to preserve the value of the Issuer securities as contemplated in the Employee Matters Agreement that was entered into by the Issuer and Apergy Corporation on that date.

Remarks:

/s/ Ivonne M. Cabrera by

Alison M. Rhoten, Attorney-in- 02/06/2019 fact

<u>acı</u>

** Signature of Reporting Person Date

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

* 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).

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

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 Number.