FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

wasnington,	D.C.	20549	

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19	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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Niew Jeffrey					<u>DC</u> 3. D	2. Issuer Name and Ticker or Trading Symbol DOVER Corp [DOV] 3. Date of Earliest Transaction (Month/Day/Year) 02/09/2012									all applica Director	able)		10% Ov Other (s below)	vner
3005 HIGHLAND PARKWAY, SUITE 200																			
(Street) DOWNERS GROVE IL 60515				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)							3. Indiv ∟ine) X	•						
(City)	(Sta	te) (Z	ip)																
			e I - Non-							isp					1				
1. Title of Security (Instr. 3) 2. Transa Date (Month/D			Execution Date,		3. Transaction Code (Instr. 8) 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4			d (A) or r. 3, 4 a	4 and 5) Securit Benefic		es Form ally (D) o Following (I) (II		Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)					
					Code	/	Amount	(A) or (D) Price		e	Transaction (Instr. 3 a				(111341. 4)				
	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)	erivative Conversion Date Execution Date, ecurity or Exercise (Month/Day/Year) if any			ransaction of Code (Instr. Derivativ		Expiration Date (Month/Day/Year) Utilities ed ed Instr.			7. Title and Amo of Securities Underlying Derivative Secur (Instr. 3 and 4)		5	3. Price of Derivative Security Instr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	e S Illy	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	Amou or Numb of Share	er					
Stock Appreciation Right	\$65.38	02/09/2012			A		27,531		02/09/2015	5 (02/09/2022	Common Stock	27,5	31	\$0	27,53:	1	D	
Performance Shares	(1)	02/09/2012			A		2,294		(1)		(1)	Common Stock	2,294	4 ⁽²⁾	\$0	2,294		D	

Explanation of Responses:

- 1. 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 12/31/2014.
- 2. 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.

Remarks:

/s/ Jeffrey S. Niew by Greg J. Felten, Attorney-in-fact

02/13/2012

** 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.

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