

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 11-K

(Mark One)

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

For the fiscal year ended December 31, 2000

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 RETIREMENT SAVINGS PLAN  
(Full title of the plan)

B: 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)

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

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## REPORT OF INDEPENDENT ACCOUNTANTS

To the Participants and Administrator of  
Dover Corporation Retirement Savings Plan:

In our opinion, the accompanying statements of net assets available for benefits and the related statements of changes in net assets available for benefits present fairly, in all material respects, the net assets available for benefits of the Dover Corporation Retirement Savings Plan (the "Plan") at December 31, 2000 and 1999, and the changes in net assets available for benefits for the years ended December 31, 2000 and 1999 in conformity with accounting principles generally accepted in the United States of America. 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 of these statements in accordance with auditing standards generally accepted in the United States of America, which 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, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The accompanying supplemental schedule of Assets Held for Investment Purposes at the end of the year as of December 31, 2000, is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

PRICEWATERHOUSECOOPERS LLP

NEW YORK, NEW YORK  
June 4, 2001

DOVER CORPORATION  
RETIREMENT SAVINGS PLAN  
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31,	2000	1999
-----		
ASSETS		
Investments at fair value:		
Dover Corporation Common Stock Fund	\$207,103,734	\$214,644,534
Mutual Funds	205,567,780	206,996,352
Collective Funds	80,043,314	79,729,811
Notes receivable from employees	21,672,886	19,610,294
	-----	-----
Total Assets	514,387,714	520,980,991
	-----	-----
Net assets available for benefits	----- \$514,387,714 =====	----- \$520,980,991 =====

See accompanying notes to financial statements.

DOVER CORPORATION  
RETIREMENT SAVINGS PLAN  
STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

December 31,	2000	1999
-----		
Investment Income:		
Interest	\$ 1,216,211	\$ 3,003,710
Dividends	24,911,730	18,232,889
Net appreciation (depreciation) in fair value of investments	(59,860,954)	68,321,814
	-----	-----
	(33,733,013)	89,558,413
	-----	-----
Contributions:		
Employees	30,645,407	26,529,509
Employers	15,789,580	11,637,648
	-----	-----
	46,434,987	38,167,157
	-----	-----
Net loans to participants	(1,736,753)	(1,904,011)
Plan Merger	19,831,150	47,933,399
Rollovers	1,887,394	1,162,243
Distributions	(39,277,042)	(34,525,022)
	-----	-----
Increase (decrease) in net assets available for plan benefits	(6,593,277)	140,392,179
Net assets available for benefits Beginning of period	520,980,991	380,588,812
	-----	-----
	-----	-----
End of period	\$ 514,387,714	\$ 520,980,991
	=====	=====

SEE ACCOMPANYING NOTES TO FINANCIAL STATEMENTS.

## (1) Summary of Significant Accounting Policies

## (a) Basis of Presentation

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

## (b) Management of Trust Funds

American Express Trust (the "Trustee") has been granted discretionary authority to purchase and sell securities.

The Trustee maintains investment funds as follows:

- The Dover Corporation Pooled Stock Account (Stock Fund) is authorized to invest in Dover Corporation common stock and money market funds.
- The American Express ("AXP") Income Fund II (Income Fund) is authorized to invest primarily in insurance and bank investment contracts. About 90% of the investments are made in stable contracts; the remaining 10% are invested in money market securities.
- The AXP Stock Fund (Equity Fund) is authorized to invest mainly in U.S. common stocks and bonds.
- The AXP Mutual Fund (Balanced Fund) is authorized to invest mainly in common and preferred stocks and bonds while it also makes investments in securities of foreign issuers, cash, short-term corporate notes and repurchase agreements, and stock index futures contracts and options.
- The AXP New Dimensions Fund (Growth Fund) is authorized to invest mainly in U.S. common stocks and may also invest in securities of foreign issuers, cash, short-term corporate notes and repurchase agreements, and stock index futures contracts and options.
- The Templeton Foreign Fund is authorized to invest primarily in stocks and debt obligations of companies and governments outside the United States.
- The AIM Constellation Fund is authorized to invest primarily in common stocks of medium-sized and smaller emerging growth companies.
- The American Express Trust Long-Term Horizon Fund is authorized to invest in other collective investment funds to create a diversified portfolio.
- The American Express Trust Medium-Term Horizon Fund is authorized to invest in other collective investment funds to create a diversified portfolio.
- The American Express Trust Short-Term Horizon Fund is authorized to invest in other collective investment funds to create a diversified portfolio.

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) Subsequent Additions to Investment Funds

Effective February 1, 2001, the Plan added five new investment fund options to further diversify the types of funds in which participants can elect to allocate their salary deferrals and employer contributions. These funds include the following:

- AET Equity Index I (Large Cap Blend) goal is to achieve a rate of return as close as possible to the return on the S&P 500 Index by investing primarily in some or all of the securities upon which the index is based.
- Davis New York Venture (Large Cap Value) is authorized to invest primarily in equities issued by companies with market capitalizations of at least \$5 billion, though it may also hold securities of smaller companies.
- Neuberger Berman Genesis Trust (Small Cap Value) is authorized to invest primarily in common stocks of companies with small market capitalization (up to \$1.5 billion at time of purchase).
- AET Emerging Growth II (Small Cap Growth) is authorized to invest primarily in equity securities of companies determined to have the potential for above average earnings growth, convertible securities, money market securities and stock index futures contracts.
- Janus Worldwide (Global) is authorized to invest primarily in common stocks of foreign and domestic companies of issuers from at least five different countries, including the United States. The fund may at times invest in fewer than five countries or even a single country.

## (d) Investments

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

- 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.
- Purchases and sales of investment securities are reflected on a trade-date basis. Gains and losses on sales of investment securities are determined on the average cost method.
- Dividend income is recorded on the ex-dividend date. Income from other investments is recorded as earned.

## (e) Use of Estimates in the Preparation of Financial Statements

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the

reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

(f) Risks and Uncertainties

The Plan provides for various investment options in any combination of stocks, bonds, mutual funds, and other investment securities. Investment securities are exposed to various risks, such as interest rate, market and credit. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in risks in the near term would materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits and the statement of changes in net assets available for benefits.

(g) Other

The Plan presents in the Statement of Changes in Net Assets Available for Benefits, the net appreciation (depreciation) in the fair value of its investments which consists of the realized gains or losses and the unrealized appreciation (depreciation) on those investments. Participant loans are valued at cost, which approximates fair value.

2) The Plan

The following description of the Plan provides only general information. The provisions of the Plan are governed in all respects by the detailed terms and conditions contained in the Plan itself.

The Plan is a defined contribution plan established to encourage and facilitate systematic retirement savings and investment by eligible employees of Dover Corporation and its subsidiaries ("Dover").

Participating units of Dover may participate in (i) the salary reduction and matching contribution portions of the Plan, (ii) the profit-sharing contribution portion of the Plan, or (iii) both. Generally, all employees of such participating units who have reached age 21 and completed one year of service are eligible to participate in the Plan, except in the case of certain participating units whose employees are immediately eligible to join the plan after attaining age 18 or age 21. Salary reduction contributions to the Plan are voluntary. Generally, a participant may elect to exclude from 1% to 18% in whole percentages of his or her compensation (the "Deferred Amount") from current taxable income by contributing it to the Plan.

The amount contributed is subject to applicable Internal Revenue Code limits, and the percentage of compensation contributed by highly compensated employees may be further limited to enable the Plan to satisfy nondiscrimination requirements. In addition, the Internal Revenue Code limits to \$170,000 (as adjusted for cost-of-living increases) the amount of compensation that may be taken into account under the Plan. Most participating Dover units (Employers) made contributions to the Plan on behalf of the Participants employed by it equal to a percentage of the first 6% of earnings included in

the Deferred Amount (the "Employer Matching Contribution"). At the discretion of an Employer's Board of Directors, an additional year-end Employer Matching Contribution may be made to the Plan on behalf of Participants employed on the last day of the year. Basic and additional matching contributions are subject to an aggregate limit on such contributions of 200% of the first 6% of compensation included in the Deferred Amount. All employer-matching contributions are initially invested in the Stock Fund. Participants are fully vested with respect to amounts attributable to their salary reduction amounts and matching contributions, except for certain participating units whose employees are immediately eligible, in which case employer matching contributions may be subject to a one year of service vesting requirement.

An Employer may elect to make Profit Sharing Contributions for a Plan year with respect to its employees who have satisfied the age and service requirements described above. Such contributions are allocated in proportion to the compensation of participants who are employed by that employer and are employees on the last day of the Plan year. A participant's Profit-Sharing account vests at the rate of 20% per year of service (except in the case of certain Employers, whose employees' Profit-Sharing Contribution accounts are immediately vested). A participant's Profit-Sharing account becomes fully vested after five years, upon the attainment of age 65 while an employee, in the event of his or her death or permanent disability while an employee, or in the event of a Plan termination.

A participant's vested account balance in the Plan is distributable following the participant's retirement, death, or other termination of employment.

At December 31, 2000, the forfeited nonvested accounts that were unallocated to participants totaled \$222,597. These accounts will be used to reduce future employer contributions. Also, in 2000 employer contributions were reduced by \$86,000 from forfeited nonvested accounts.

On October 1, 1995 the Plan was amended to allow for installment distribution payments in the case of fully vested participants who have attained age 55. The Plan does not permit withdrawals during a Participant's active career, other than certain required distributions payable to terminated participants who have attained age 70-1/2.

A participant who has been active in the Plan for at least twelve months may request a loan from the Plan except that participants who have made rollovers into the Plan may request a loan without meeting the 12 month requirement. A maximum of three loans per participant may be outstanding at any one time. The minimum a participant may borrow is \$1,000, and the maximum amount is determined by the balance in the participant's vested account as of the Valuation Date preceding the loan request in accordance with Department of Labor Regulations, as per the following schedule:

Vested Account Balance	Allowable Loan
less than or equal to \$100,000	up to 50% of Vested Account Balance
more than \$100,000	\$50,000

Loans are available for the acquisition of a home, medical expenses, education expenses, or other purposes approved by the Plan Administrator. These loans bear interest from 6% to 11.5%.

Each Participant has the right to direct the entire amount of the Deferred Amount being allocated to his or her Savings Account during a Plan Year to be invested in one or more of the available Investment Funds in multiples of five percent. Each participant has the right at any time to move all or any portion of the amount in his or her account (including the amount attributable to Employer Matching Contributions) among the investment funds.

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

(3) Investments

The following presents investments that represent 5 percent or more of the Plan's net assets.

	December 31	
	2000	1999
Dover Corporation Common Stock Fund		
4,701,568 and 4,340,542 shares respectively	\$207,103,734	\$214,644,534
American Express Trust Income Fund II		
2,981,271 and 3,292,605 shares respectively	61,526,800	64,056,872
AXP Stock Fund		
2,686,673 and 2,350,849 shares respectively	60,279,404	64,891,843
AXP New Dimensions Fund		
3,046,257 and 2,497,319 shares respectively	88,437,372	89,488,192
AIM Constellation Fund		
1,056,434 shares	30,387,160	--

During 2000, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) depreciated in value by \$59,860,954 as follows:

Dover Corporation Common Stock Fund	\$(20,632,305)
Mutual and Collective Funds	(39,228,649)
	-----
	\$(59,860,954)
	=====

(4) Federal Income Taxes

The Plan Administrator has received a tax qualification letter from the Internal Revenue Service stating that the Plan qualifies under the provisions of Section 401 in the Internal Revenue Code, and that its related trust is exempt from Federal income taxes.

(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. In the event of termination, participants will become 100% vested in their accounts.

(6) Plan Merger and Spin-Off

On April 1, 2000 assets amounting to \$598,068 were merged into the Plan from the Robohand, Inc. 401(k) New Comparability Profit Sharing Plan. Robohand, Inc. is an indirect wholly owned subsidiary of Dover Corporation. Robohand employees began participating in the Plan on July 1, 1998.

On October 1, 2000 assets amounting to \$1,121,716 were merged into the Plan from the Arcom Inc. 401(k) Savings Plan. Arcom Wireless, Inc. is an indirect wholly owned subsidiary of Dover Corporation. Arcom employees began participating in the Plan on October 1, 2000.

On October 1, 2000 assets amounting to \$16,746,300 were merged into the Plan from the Quadrant 401(k) Employees Investment Retirement Trust. Vectron International, Inc. (and its affiliates), sponsor of the Quadrant Plan, is an indirect wholly owned subsidiary of Dover Corporation. Vectron International, Inc. employees began participating in the Plan on October 1, 2000.

On December 1, 2000 assets amounting to \$357,256 were merged into the Plan from the EOA Systems, Inc. 401(k) Retirement Plan. EOA Systems, Inc. is an indirect wholly owned subsidiary of Dover Corporation. EOA Systems employees began participating in the Plan on July 1, 2000.

On January 1, 1999 assets amounting to \$2,503,464 were merged into the Plan from the Vitronics Corporation Profit Sharing Plan. Vitronics Soltec Corporation is an indirect wholly owned subsidiary of Dover Corporation. Vitronics employees began participating in the Plan on January 1, 1999.

On February 1, 1999 assets amounting to \$3,918,813 were merged into the Plan from the Avtec Corporation Hourly and Salary 401(k) Plan. Avtec Corporation is an indirect wholly owned subsidiary of Dover Corporation. Avtec employees began participating in the Plan on February 1, 1999.

On February 1, 1999 assets amounting to \$9,482,570 were merged into the Plan from the Groen Corporation Employees 401(k) Salary Deferral Profit Sharing Plan. Groen Corporation is an indirect wholly owned subsidiary of Dover Corporation. Groen employees began participating in the Plan on February 1, 1999.

On April 1, 1999 assets amounting to \$1,171,881 were merged into the Plan from the Koolant Coolers Inc. Retirement Plan. Koolant Coolers, Inc. is an indirect wholly owned subsidiary of Dover Corporation. Koolant Coolers employees began participating in the Plan on April 1, 1999.

On April 1, 1999 assets amounting to \$11,336,271 were merged into the Plan from the Dover Technology International Profit Sharing Plan & Trust. Dover Technologies International, Inc. is an indirect wholly owned subsidiary of Dover Corporation. Dover Technologies International, Inc. employees began participating in the Plan on April 1, 1999

except to the extent that some of the employees had already been participating in the Plan on a salary deferral basis.

On August 1, 1999 assets amounting to \$12,248,493 were merged into the Plan from the Wiseco Piston, Inc. Employee's Amended and Restated Profit-Sharing Plan and Trust With Cash or Deferred (401(k)) Features. Wiseco Piston, Inc. is an indirect wholly owned subsidiary of Dover Corporation. Wiseco Piston employees began participating in the Plan on August 1, 1999.

On October 1, 1999 assets amounting to \$7,792,756 were merged into the Plan from the Conmec, Inc. and Affiliates Employee 401(k) Savings and Profit Sharing Plan. Conmec, Inc. is an indirect wholly owned subsidiary of Dover Corporation. Conmec, Inc. employees began participating in the Plan on October 1, 1999.

(7) Subsequent Events

On January 1, 2001 assets amounting to \$15,799,173 were merged into the Plan from the Crenlo, Inc. Salaried Employees Profit Sharing and 401(k) Plan. Crenlo, Inc. is an indirect wholly owned subsidiary of Dover Corporation. Crenlo employees began participating in the Plan on September 1, 2000.

On January 1, 2001 assets amounting to \$388,752 were merged into the Plan from the Cook Manley Profit Sharing Plan. Cook Manley is an indirect wholly owned division of Dover Corporation. Cook Manley employees began participating in the Plan on January 1, 2001.

On January 1, 2001 assets amounting to \$2,041,765 were merged into the Plan from the TNI, Inc. Profit Sharing Plan. DT Magnetics, Inc. - Raleigh Division (formerly TNI, Inc.) is an indirect wholly owned subsidiary of Dover Corporation. DT Magnetics, Inc. - Raleigh Division employees began participating in the Plan on January 1, 2001.

On January 1, 2001 assets amounting to \$246,734 were merged into the Plan from the Provacon 401(k) Retirement Plan. Provacon, Inc. is an indirect wholly owned subsidiary of Dover Corporation. Provacon employees began participating in the Plan on October 1, 2000.

On January 1, 2001 assets amounting to \$180,082 were merged into the Plan from the C&H Manufacturing, Inc. 401(k) Plan. C&H Manufacturing, Inc. is an indirect wholly owned subsidiary of Dover Corporation. C&H Manufacturing employees began participating in the Plan on January 1, 2001.

On February 1, 2001 assets amounting to \$3,800,331 were merged into the Plan from the Preco Turbine & Compressor Services, Inc. Profit Sharing Plan. Preco Turbine & Compressor Services, Inc. is an indirect wholly owned subsidiary of Dover Corporation. Preco Turbine employees began participating in the Plan on January 1, 2001.

Dover Corporation Retirement Savings Plan  
 Schedule H, Line 4i - Schedule of Assets Held for Investment Purposes  
 As of December 31, 2000

(a)	(b)	(c)	(d)
	Identity of issuer, borrower, Lessor or similar party	Description of investment, including maturity date, rate of interest, collateral, par or maturity value	Current Value
	Common Stock Fund:		
*	American Express Trust	Dover Corporation Common Stock Fund, 4,701,568 shares	\$207,103,734
	Mutual Funds:		
*	American Express Trust	Stock Fund, 2,686,673 shares	60,279,404
*	American Express Trust	Growth Fund (New Dimensions) 3,046,257 shares	88,437,372
*	American Express Trust	Templeton Fund, 830,837 shares	8,599,903
*	American Express Trust	Aim Constellation, 1,056,434 shares	30,387,160
*	American Express Trust	Balance Fund (IDS Mutual Fund Y) 1,621,699 shares	17,863,940
	Collective Funds:		
*	American Express Trust	Income Fund II, 2,981,271 shares	61,526,800
*	American Express Trust	Long-Term Horizon, 383,877 shares	9,979,321
*	American Express Trust	Medium-Term Horizon, 244,944 shares	5,531,608
*	American Express Trust	Short-Term Horizon, 168,416 shares	3,005,585
	Loans:		
*	Plan Participant	Loan Fund, Interest rate varies from 6% to 11.5%	21,672,886

\* Denotes party-in-interest

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  
RETIREMENT SAVINGS PLAN

Dated: June 19, 2001

By: /s/ Robert G. Kuhbach

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