SEC Form 4	
------------	--

 \square

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Instruction 1(D).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

1		
	hours per response:	0.5
	Estimated average burden	

	ss of Reporting Perso	n*	2. Issuer Name and Ticker or Trading Symbol <u>DOVER Corp</u> [DOV]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
JOHNSTON MICHAEL F			i- ti	X	Director	10% Owner			
(Loot) (First) (Middle)					Officer (give title below)	Other (specify below)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/17/2014		belowy	belowy			
C/O DOVER CO	ORPORATION		11/1//2014						
3005 HIGHLAN	ND PARKWAY								
·			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable					
(Street)				Line)					
DOWNERS					Form filed by One Re	porting Person			
GROVE	IL	60515			Form filed by More th Person	an One Reporting			
(City)	(State)	(Zip)							

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)					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	11/17/2014		A		1,484 ⁽¹⁾	Α	\$80.87	2,657 ⁽²⁾	D	

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)	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		6. Date Exercisable and 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				

Explanation of Responses:

1. Represents grant of deferred stock units which will be payable in an equal number of shares of common stock upon the Reporting Person's termination of services as a director.

2. Amount of securities beneficially owned in Column 5 reflects adjustments to the Reporting Person's deferred stock units granted in 2013 under the Issuer's equity plan. The number of deferred stock units was adjusted in connection with the separation of Knowles Corporation from the Issuer effected on February, 28, 2014 to preserve the value of the Issuer's securities as contemplated in the Employee Matters Agreement that was entered into by the Issuer and Knowles Corporation on that date.

Remarks:

<u>/s/ Michael F. Johnston by</u> <u>Kathryn D. Ingraham</u>,

Attorney-in-fact

11/19/2014

** Signature of Reporting Person

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.

n Date