SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 10-Q

Quarterly Report Pursuant to Section 13 or 15(d) of
the Securities Exchange Act of 1934

For six months ended June 30, 1996 Commission File No. 1-4018

DOVER CORPORATION
(Exact name of registrant as specified in its charter)

Delaware	53-0257888
(State of Incorporation)	(I.R.S. Employer Identification No.)
280 Park Avenue, New York, NY	10017
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (212) 922-1640

Indicate by checkmark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months, and (2) has been subject to such filing requirements for the past 90 days. Yes X No

The number of shares outstanding of the Registrant's common stock as of the close of the period covered by this report was 113,887,685.

Part. I. FINANCIAL INFORMATION

Item 1. Financial Statements

DOVER CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF EARNINGS
Three Months Ended June 30, 1996 and 1995
(000 omitted)

	1996	1995
Net sales	$ 1,023,423	$ 948,164
Cost of sales	674,637	645,128
Gross profit	348,786	303,036
Selling & administrative expenses	204,635	180,082
Operating profit	144,151	122,954
Other deductions (income):		
Interest expense	10,733	8,688
Interest income	(1,845)	(3,853)
Foreign exchange	(293)	(477)
All other, net	(2,174)	(2,253)
Total	6,421	2,105
Earnings before taxes on income	137,730	120,849
Federal & other taxes on income	49,872	41,957
Net earnings	$ 87,858	$ 78,892
Weighted average number of common shares outstanding during the period	113,798	113,376
Net earnings per common share	$ 0.78	$ 0.69

DOVER CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF EARNINGS
Six Months Ended June 30, 1996 and 1995
(000 omitted)

	1996	1995
Net sales	$ 2,022,896	$ 1,802,293
Cost of sales	1,338,913	1,229,221
Gross profit	683,983	573,072
Selling & administrative expenses	411,380	356,083
Operating profit	272,603	216,989
Other deductions (income):		
Interest expense	22,259	17,542
Interest income	(7,477)	(10,069)
Foreign exchange	(603)	(81)
All other, net	(3,361)	(3,271)
Total	10,818	4,121
Earnings before taxes on income	261,785	212,868
Federal & other taxes on income	96,182	74,177
Net earnings	$ 165,603	$ 138,691
Weighted average number of common shares outstanding during the period	113,798	113,376
Net earnings per common share	$ 1.46	$ 1.22

CONSOLIDATED STATEMENT OF RETAINED EARNINGS
Six Months Ended June 30, 1996 and 1995
(000 omitted)

	1996	1995
Retained earnings at January 1	$ 1,152,187	$ 1,268,115
Net earnings	165,603	138,691
	1,317,790	1,406,806
Deduct:		
Common stock cash dividends $ 0.30 per share ($0.26 in 1995)	34,148	29,482
Treasury stock retired		273,902
Retained earnings at end of period	$ 1,283,642	$ 1,103,422

DOVER CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEET
(000 omitted)

	June 30, 1996	December 31, 1995
Assets:		
Current assets:		
Cash & cash equivalents	$ 108,657	$ 121,698
Marketable securities	31,004	27,054
Receivables, net of allowance for doubtful accounts	684,123	706,889
Inventories	521,264	479,327
Prepaid expenses	52,618	49,391
Total current assets	1,397,666	1,384,359
Property, plant & equipment (at cost)	1,028,425	975,127
Accumulated depreciation	(582,261)	(551,187)
Net property, plant & equipment	446,164	423,940
Intangible assets, net of amortization	834,549	811,182
Other intangible assets	10,258	10,258
Deferred charges & other assets	30,271	36,912
	$ 2,718,908	$2,666,651
Liabilities:		
Current liabilities:		
Notes payable	$ 384,154	$ 417,478
Current maturities of long-term debt	838	2,502
Accounts payable	172,701	190,850
Accrued compensation & employee benefits	108,936	125,600
Accrued insurance	108,305	106,274
Other accrued expenses	209,513	209,455
Income taxes	26,429	28,888
Total current liabilities	1,010,876	1,081,047
Long-term debt	254,582	255,600
Deferred taxes	44,448	46,328
Deferred compensation	53,571	55,970
Stockholders' equity:		
Preferred stock	-	-
Common stock (par value $1 per share)	116,803	116,563
Additional paid-in surplus	12,224	6,424
Cumulative translation adjustments	(6,911)	2,268
Unrealized holding gains (losses)	4,476	3,994
Retained earnings	1,283,642	1,152,187
Subtotal	1,410,234	1,281,436
Less: treasury stock (2,915,686 shares at June 30, 1996)	54,803	53,730
	1,355,431	1,227,706
	$ 2,718,908	$2,666,651

DOVER CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF CASH FLOWS
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS
Six Months Ended June 30, 1996 and 1995
(000 omitted)

	1996	1995
Cash flows from operating activities:		
Net income	$ 165,603	$ 138,691
Adjustments to reconcile net income to net cash Provided by operating activities:		
Depreciation	40,878	32,674
Amortization	19,577	17,002
Net increase (decrease) in deferred taxes	(3,709)	(2,871)
Net increase (decrease) in LIFO reserves	778	2,334
Increase (decrease) in deferred compensation	(3,169)	2,362
Gain on sale of business	(2,602)	-
Other, net	2,101	5,237
Changes in assets & liabilities (excluding acquisitions):		
Decrease (increase) in accounts receivable	22,438	(77,833)
Decrease (increase) in inventories, excluding LIFO reserve	(28,327)	(45,418)
Decrease (increase) in prepaid expenses	(2,921)	(2,438)
Increase (decrease) in accounts payable	(25,982)	2,321
Increase (decrease) in accrued expenses	(16,544)	26,458
Increase (decrease) in federal & other taxes on income	(2,515)	11,010
Total adjustments	3	(29,162)
Net cash provided by operating activities	165,606	109,529
Cash flows from (used in) investing activities:		
Net sale (purchase) of marketable securities	(3,950)	(9,097)
Additions to property, plant & equipment	(61,846)	(47,062)
Acquisitions, net of cash & cash equivalents	(58,905)	(98,692)
Proceeds from sale of business	17,898	5,000
Purchase of treasury stock	(1,074)	(9,285)
Net cash from (used in) investing activities	(67,877)	(159,136)
Cash flows from (used in) financing activities:		
Increase (decrease) in notes payable	(34,417)	69,171
Reduction of long-term debt	(6,041)	(1,142)
Proceeds from exercise of stock options	3,836	1,400
Cash dividends to stockholders	(34,148)	(29,482)
Net cash from (used in) financing activities	(70,770)	39,947
Net increase (decrease) in cash & cash equivalents	(13,041)	(9,660)
Cash & cash equivalents at beginning of period	121,698	90,303
Cash & cash equivalents at end of period	$ 108,657	$ 80,643

DOVER CORPORATION
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
JUNE 30, 1996

NOTE A - Basis of Presentation

The accompanying unaudited consolidated financial statements have been prepared in accordance with the instructions to Form 10-Q and therefore do not include all information and footnotes necessary for a fair presentation of financial position, results of operations, and cash flows in conformity with generally accepted accounting principles. In the opinion of the Company, all adjustments, consisting only of normal recurring items necessary for a fair presentation of the operating results have been made. The results of operations of any interim period are subject to year-end audit and adjustments, and are not necessarily indicative of the results of operations for the fiscal year.

NOTE B - Inventory

Inventories, by components, are summarized as follows:

	JUNE 30, 1996	DECEMBER 31, 1995
Raw materials	$164,678	$153,094
Work in progress	238,500	221,371
Finished goods	164,678	150,677
Total	567,856	525,142
Less LIFO reserve	46,592	45,815
Net amount per balance sheet	$521,264	$479,327

NOTE C - Additional Information

For a more detailed understanding of the Company's financial position, operating results, business properties and other matters, reference is made to the Company's annual form 10-K which was filed with the Securities and Exchange Commission in March 1996.

NOTE D - Subsequent Event

On July 1, 1996, the Company sold the assets of its Dieterich Standard Division and recorded a gain of approximately 40 cents per share. The operating profits of Dieterich Standard were not significant to the Company.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

(1) MATERIAL CHANGES IN CONSOLIDATED FINANCIAL CONDITION:

The Company's liquidity increased during the first half of 1996 as compared to the position at December 31, 1995.

Working capital increased from $303.3 million at the end of last year to $386.8 million at June 30, 1996. The $83.5 million increase represents positive cash flow over and above dividends of $34.1 million and the $66.9 million paid for acquisitions during this six month period.

At June 30, 1996, net debt (defined as long-term debt plus current maturities on long-term debt plus notes payable less cash and equivalents and marketable securities) of $500 million represented 27% of total capital. This compares with 30% at December 31, 1995.

(2) MATERIAL CHANGES IN RESULTS OF OPERATIONS:

The Company earned $.78 per share in its second quarter ended June 30, an increase of 13% from the $.69 earned in the second quarter of 1995. Sales rose 8% to $1.02 billion. For the first six months, EPS of $1.46 were 20% ahead of prior year on a 12% sales gain to $2.02 billion. Four of Dover's five market segments achieved earnings gains in the second quarter while all five were ahead of prior year for the first six months.

DOVER TECHNOLOGIES

Second quarter earnings at Dover Technologies were down 4% from last year's very strong quarter despite an 8% sales gain. A profit decline of approximately $20 million at Universal Instruments from their all-time record last year was not quite offset by growth at other DTI companies and by the profit addition from Imaje and ATT- Frequency Products both of which were purchased in the second half of 1995. Universal Instruments had an extraordinarily strong year in 1995, fueled by an electronics industry capital spending boom which trailed off as the year ended. Current sales and profits rates at Universal, however, continue to exceed 1994 which was their record year prior to the 1995 boom. Universal's second quarter book-to-bill ratio was 1.07. Monthly bookings have been steady during the first 6 months, but at a rate 22% below last year's record first half. Imaje had record second quarter sales and profits, a 1.11 book-to-bill ratio, and very strong margins. Its products, while electronic in nature, are sold to different end markets from Universal's. Demand for Imaje marking equipment has continued to grow, unaffected by the slump in spending for assembly equipment. Quadrant, the acquiror of the ATT product line, also had record earnings and strong margins due to growth of its communications related components and subassemblies. Second quarter bookings for Dover Technologies as a whole were 6% ahead of shipments but, on an acquisition adjusted basis, below last year. The Technologies segment's profits may decline somewhat during the second half from the $70 million earned in the first half, but the segment should achieve record earnings in 1996.

DOVER INDUSTRIES

Profits at Dover Industries advanced 4% on an 8% sales gain, primarily due to excellent operating results at Rotary Lift and DovaTech and the absence of an environmental charge taken last year. Results were mixed among Industries' twelve companies with only half achieving profit gains over the prior year. The market for solid waste equipment (Heil Refuse trucks and Marathon compactors and balers) softened during the quarter, with orders 27% below prior year. Conversely, orders for Heil trailers rebounded - more than doubling the weak prior year quarter and approaching shipping levels for the first time since the first quarter of 1995. Dover Industries total orders were 10% higher than prior year, but declined slightly from the first quarter this year and were 94% of shipments. On July 1, Dover Industries sold its Dieterich Standard business to Emerson Electric as previously announced. Dover expects to report a gain on this transaction of approximately $.40 per share in its third quarter. However, Dieterich's absence and the overall order pattern suggest that Dover Industries' ongoing operating profit in the second half will be less than the first half, although possibly above the prior year.

DOVER DIVERSIFIED

Profit at Dover Diversified rose 59% in the quarter to a record level of $34 million. A large gain at Belvac on record shipments and gains of over $2 million each at Hill and A-C Compressor provided most of the profit increase. Last year's capacity expansions at Belvac facilitated a 45% shipment gain and a profit record. However, orders remained weak, at only one-third of shipments, which further reduced Belvac's backlog which is now half of last year's. The improvement at Hill on sales 15% below prior year, reflects curtailment of losses on refrigerated case shipments compared to a quarter last year when a major plant move was begun. Orders trailed prior year substantially and were only 92% of shipments, but continued manufacturing progress was evident in the new facility. At A-C Compressor shipments rose sharply, although much of this business had been taken last year at low margins. The company also had its best bookings quarter following the more careful quoting strategy that was implemented last year. Results at Diversified's seven other businesses were mixed, but ahead in total. Diversified's total bookings were 16% below last year with a book-to-bill of .83, mostly due to the imbalances at Belvac and Hill. Dover expects the second quarter will be Diversified's highest earnings quarter in 1996, but the improvements at A-C Compressor and Hill, if continued, could result in second half profits similar to the first half.

DOVER RESOURCES

Second quarter profits at Dover Resources rose 14% on an 11% sales gain. Most of these sixteen businesses achieved both sales and earnings increases led by Blackmer, Midland, Norris and Wittemann. Resources' two largest companies (De-Sta-Co and OPW Fueling Components) which produce about one-third of the segment's sales and earnings also had modest gains. Resources' total book-to-bill slightly exceeded 1.0 in the second quarter after being slightly below this ratio in the first quarter. The pattern of increasing orders was mixed, as strong bookings at Wittemann offset some softening at other businesses. Dover is not anticipating stronger earnings at Resources during the second half of 1996; although current trends suggest an increase over results in the second half of 1995.

DOVER ELEVATOR

Dover Elevator profits increased 25% in the quarter, compared to its best first quarter in 1995, bringing year-to-date profits 60% ahead of last year. Sales were flat for the quarter and up only 4% for the 6 months, with the sharp income gain reflecting the benefits from restructuring and cost reduction programs undertaken last year. Bookings remained strong for hydraulic elevators. Less aggressive quoting for traction equipment (mid-rise and high-rise buildings) has reduced factory backlogs and necessitated further headcount reductions in this area. However, total backlog for new elevator work, including the field construction component, has risen 10% since the start of the year and second quarter bookings were 13% higher than prior year. Elevators' annualized first half operating profit rate of $89 million represents substantial improvement from the rate of $56 million in the first half of 1995 and $70 million in the second half of 1996. Further improvement in operating profit rates are not anticipated for the second half of this year; however, reported profit comparisons will be enormously favorable due to the $31 million of costs incurred in last year's second half to implement DEI's reorganization.

OUTLOOK

Dover management expects overall second half results in 1996 to be similar to the first half and well-above prior year. Thomas L. Reece, President and CEO, noted "Markets gave us very mixed signals in the second quarter. We are confident of a fourth consecutive earnings record in 1996. Barring some unexpected adverse development, we have a good chance for five-in-a-row in 1997".

PART II. OTHER INFORMATION

Item 4. Submission of Matters to Vote of Security Holders

The Annual Meeting of Stockholders was held in Wilmington, Delaware on April 30,1996. Stockholders representing 99,076,157 shares of common stock, or approximately 87% of the outstanding stock, were present in person or by proxy.

All of the nominees for director, namely David H. Benson, Magalen O. Bryant, Jean-Pierre M. Ergas, Roderick J. Fleming, John J. Fort, James J. Koley, John F. McNiff, Anthony J. Ormsby, Thomas L. Reece, and Gary L. Roubos were elected directors for a one year term, each receiving at least 98,645,789 votes.

In addition, two other proposals were presented for stockholder approval. Management's proposal that stockholders ratify and approve the Non-Employee Directors' Stock Compensation Plan was approved as follows:

For	Against	Withheld
92,159,130	5,139,205	1,777,821

Management's proposal that an amendment to the Corporation's Certificate of Incorporation increasing authorizing common stock from 2000,000,000 to 500,00,000 shares was approved as follows:

For	Against	Withheld
75,159,878	23,120,158	796,120

Item 6. Exhibits and Reports on Form 8-K

No report on Form 8-K was filed during the quarter for which this report is filed.

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

DOVER CORPORATION

Date: July 30, 1996

/S/ John F. McNiff

John F. McNiff, Vice President and Treasurer

Date: July 30, 1996

/S/ Alfred Suesser

Alfred Suesser, Controller and Assistant Treasurer

EXHIBIT INDEX

EXHIBIT No.	DESCRIPTION
27	FINANCIAL DATA SCHEDULE

5
1,000

6-MOS
DEC-31-1996
APR-01-1996
JUN-30-1996
108,657
31,004
708,146
24,023
521,264
1,397,666
1,028,425
(582,261)
2,718,908
1,010,876
254,582
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0
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2,718,908
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1,338,913
1,750,293
(3,964)
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22,259
261,785
96,182
0
0
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0.78