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**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

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

**Date of Report (Date of earliest event reported): April 27, 2006**

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**DOVER CORPORATION**

(Exact Name of Registrant as Specified in Charter)

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**STATE OF DELAWARE**  
(State or Other Jurisdiction  
of Incorporation)

**1-4018**  
(Commission File Number)

**53-0257888**  
(I.R.S. Employer  
Identification No.)

**280 Park Avenue, New York, NY**  
(Address of Principal Executive Offices)

**10017**  
(Zip Code)

**(212) 922-1640**  
(Registrant's telephone number, including area code)  
(Former Name or Former address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12(b) under the Exchange Act (17 CFR 240.14a-12(b))
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 2.02 Results of Operations and Financial Condition**

On April 27, 2006, Dover Corporation issued the press release attached hereto as Exhibit 99.1 announcing its results of operations for its quarter ended March 31, 2006.

The information in this Current Report on Form 8-K, including Exhibits, is being furnished to the Securities and Exchange Commission (the "SEC") and shall not be deemed to be incorporated by reference into any of Dover's filings with the SEC under the Securities Act of 1933.

**Item 9.01 Financial Statements and Exhibits**

- (a) Not applicable
- (b) Not applicable
- (c) Not applicable
- (d) **The following exhibit is furnished as part of this report:**

99.1 Press Release of Dover Corporation, dated April 27, 2006

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

Date: April 27, 2006

**DOVER CORPORATION**  
(Registrant)

By: /s/ Joseph W. Schmidt  
Joseph W. Schmidt, Vice President,  
General Counsel & Secretary

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**EXHIBIT INDEX**

<u>Number</u>	<u>Exhibit</u>
99.1	Press Release of Dover Corporation, dated April 27, 2006

**CONTACT:**

Robert G. Kuhbach  
Vice President Finance &  
Chief Financial Officer  
(212) 922-1640

**READ IT ON THE WEB**  
[www.dovercorporation.com](http://www.dovercorporation.com)

**April 27, 2006**

**DOVER REPORTS FIRST QUARTER 2006 RESULTS**

New York, New York, April 27, 2006 — Dover Corporation (NYSE: DOV) announced that for the first quarter ended March 31, 2006, it had earnings from continuing operations of \$133.5 million or \$0.65 diluted earnings per share ("EPS"), compared to \$95.4 million or \$0.47 EPS from continuing operations in the prior-year period, representing an increase of 40%. Revenue for the first quarter of 2006 was a record \$1,668.4 million, an increase of 22% over the prior-year period. Earnings from continuing operations for the first quarter of 2006 included \$0.025 EPS related to the expensing of stock options and appreciation rights.

Net earnings for the first quarter of 2006 were \$203.8 million or \$0.99 EPS, including earnings from discontinued operations of \$70.3 million or \$0.34 EPS, compared to net earnings of \$98.1 million or \$0.48 EPS for the same period of 2005, which included earnings from discontinued operations of \$2.7 million or \$0.01 EPS. The increase in earnings from discontinued operations for the first quarter of 2006 included a gain on the previously announced sale of Tranter PHE of approximately \$85.1 million, net of tax, partially offset by impairments related to businesses discontinued during the quarter of approximately \$14.4 million, net of tax, and a loss related to a business sold in the Electronics segment of \$2.2 million, net of tax.

During the three months ended March 31, 2006, the Company discontinued and sold one business in the Electronics segment and discontinued one operating company in the Resources segment, which is comprised of two businesses. For the quarter ended March 31, 2006, these businesses had revenue of \$14.7 million and no impact on operating earnings, excluding gains/losses on sales and write-offs. All continuing operations information has been restated to reflect the discontinuance of these companies.

Commenting on the Company's results and the current outlook, Dover's Chief Executive Officer and President, Ronald L. Hoffman, said: "Dover had a great first quarter as all of our segments showed positive improvements in revenue, earnings and margins. The internal performance improvements and increased sales resulted in 24.2% operating leverage. We are particularly pleased with our strong organic revenue growth of 16.3%, with acquisitions contributing 7.4% towards the total revenue increase. Record bookings and backlog were both up double digits compared to last year and were very broadly dispersed among all our segments. Quarterly free cash flow of \$73.5 million was much improved over the prior year period, reflecting our emphasis on "Performance Counts" and the five metrics. Based on continued strength in the broad industrial markets we serve, as well as our acquisition pipeline, we feel good about the second quarter and optimistic about 2006 being another year of strong performance."

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Dover will host a Webcast of its first quarter 2006 conference call at 9:00 AM Eastern Time on Friday, April 28, 2006. The Webcast can be accessed at the Dover Corporation website at [www.dovercorporation.com](http://www.dovercorporation.com). The conference call will also be made available for replay on the website and additional information on Dover's first quarter 2006 results and its operating companies can also be found on the Company website and in the Company's Form 10-Q filed after this release.

Dover Corporation makes information available to the public, orally and in writing, which may use words like "expects", "believes", "indicates," "suggests," and "should," which are "forward-looking statements" under the Private Securities Litigation Reform Act of 1995. This press release contains forward-looking statements regarding future events and the performance of Dover Corporation that involve risks and uncertainties that could cause actual results to differ materially from current expectations, including, but not limited to, failure to achieve expected synergies, the impact of continued events in the Middle East on the worldwide economy, economic conditions, increases in the cost of raw materials, changes in customer demand, increased competition in the markets served by Dover Corporation's operating companies, the impact of natural disasters, such as hurricanes, and their effect on global energy markets and other risks. Dover Corporation refers you to the documents that it files from time to time with the Securities and Exchange Commission, such as its reports on Form 10-K, Form 10-Q and Form 8-K, which contain additional important factors that could cause its actual results to differ from its current expectations and from the forward-looking statements contained in this press release.

TABLES FOLLOW

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DOVER CORPORATION  
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS  
(unaudited) (in thousands, except per share figures)

	Three Months Ended March 31,	
	2006	2005
<b>Revenue</b>	\$ 1,668,362	\$ 1,367,755
Cost of goods and services	1,078,647	901,015
<b>Gross profit</b>	589,715	466,740
Selling and administrative expenses	373,559	327,222
<b>Operating earnings</b>	216,156	139,518
Interest expense, net	21,465	16,118
Other expense (income), net	3,060	(4,240)
Total interest/other expense, net	(24,525)	(11,878)
<b>Earnings before provision for income taxes and discontinued operations</b>	191,631	127,640
Provision for income taxes	58,121	32,219
<b>Earnings from continuing operations</b>	133,510	95,421
Earnings from discontinued operations, net of tax	70,318	2,713
<b>Net earnings</b>	\$ 203,828	\$ 98,134
<b>Basic earnings per common share:</b>		
Earnings from continuing operations	\$ 0.66	\$ 0.47
Earnings from discontinued operations	0.35	0.01
Net earnings	1.00	0.48
Weighted average shares outstanding	203,316	203,650
<b>Diluted earnings per common share:</b>		
Earnings from continuing operations	\$ 0.65	\$ 0.47
Earnings from discontinued operations	0.34	0.01
Net earnings	0.99	0.48
Weighted average shares outstanding	204,960	204,904
Dividends paid per common share	\$ 0.17	\$ 0.16

The following table is a reconciliation of the share amounts used in computing earnings per share:

	Three Months Ended March 31,	
	2006	2005
Weighted average shares outstanding- Basic	203,316	203,650
Dilutive effect of assumed exercise of employee stock options and stock settled appreciation rights	1,644	1,254
Weighted average shares outstanding - Diluted	204,960	204,904
Anti-dilutive shares excluded from diluted EPS computation	6,193	4,635

DOVER CORPORATION  
MARKET SEGMENT RESULTS  
(unaudited)

<i>(in thousands)</i>	<b>Three Months Ended March 31,</b>	
	<b>2006</b>	<b>2005</b>
<b>REVENUE</b>		
Diversified	\$ 199,864	\$ 185,057
Electronics	216,872	135,058
Industries	216,428	201,828
Resources	425,162	356,307
Systems	181,285	155,871
Technologies	431,848	336,036
Intramarket eliminations	(3,097)	(2,402)
Total consolidated revenue	<u>\$ 1,668,362</u>	<u>\$ 1,367,755</u>
<b>EARNINGS FROM CONTINUING OPERATIONS</b>		
Segment Earnings:		
Diversified	\$ 22,676	\$ 20,424
Electronics	20,972	10,481
Industries	27,525	22,325
Resources	82,797	62,747
Systems	26,971	22,037
Technologies	50,628	20,941
Total segments	<u>231,569</u>	<u>158,955</u>
Corporate expense / other	(18,473)	(15,197)
Net interest expense	<u>(21,465)</u>	<u>(16,118)</u>
Earnings from continuing operations before provision for income taxes and discontinued operations	191,631	127,640
Provision for income taxes	(58,121)	(32,219)
Earnings from continuing operations - total consolidated	<u>\$ 133,510</u>	<u>\$ 95,421</u>

DOVER CORPORATION  
 QUARTERLY MARKET SEGMENT INFORMATION (1)  
 (unaudited) (In thousands)

**DIVERSIFIED**

	2005				2006
	1 Qtr.	2 Qtr.	3 Qtr.	4 Qtr.	1 Qtr.
Revenue	\$ 185,057	\$ 196,969	\$ 185,050	\$ 182,006	\$ 199,864
Segment earnings	20,424	22,975	23,121	20,770	22,676
Bookings	231,308	199,741	184,191	194,965	214,317
Backlog	294,605	296,607	296,561	308,587	321,310
Book-to-Bill	1.25	1.01	1.00	1.07	1.07
Operating margin	11.0%	11.7%	12.5%	11.4%	11.3%

**ELECTRONICS**

	2005				2006
	1 Qtr.	2 Qtr.	3 Qtr.	4 Qtr.	1 Qtr.
Revenue	\$ 135,058	\$ 140,887	\$ 131,425	\$ 211,531	\$ 216,872
Segment earnings	10,481	12,957	6,260	19,353	20,972
Bookings	146,681	134,026	135,235	239,086	239,005
Backlog	109,699	102,252	115,622	172,090	194,310
Book-to-Bill	1.09	0.95	1.03	1.13	1.10
Operating margin	7.8%	9.2%	4.8%	9.1%	9.7%

**INDUSTRIES**

	2005				2006
	1 Qtr.	2 Qtr.	3 Qtr.	4 Qtr.	1 Qtr.
Revenue	\$ 201,828	\$ 218,028	\$ 213,302	\$ 214,187	\$ 216,428
Segment earnings	22,325	24,967	28,699	30,089	27,525
Bookings	206,242	216,801	221,982	230,298	228,047
Backlog	203,573	202,311	211,132	227,079	239,227
Book-to-Bill	1.02	0.99	1.04	1.08	1.05
Operating margin	11.1%	11.5%	13.5%	14.0%	12.7%

**RESOURCES**

	2005				2006
	1 Qtr.	2 Qtr.	3 Qtr.	4 Qtr.	1 Qtr.
Revenue	\$ 356,307	\$ 377,135	\$ 390,249	\$ 395,247	\$ 425,162
Segment earnings	62,747	65,545	65,077	67,302	82,797
Bookings	387,122	375,164	394,567	393,148	454,669
Backlog	167,810	165,087	169,580	167,561	196,379
Book-to-Bill	1.09	0.99	1.01	0.99	1.07
Operating margin	17.6%	17.4%	16.7%	17.0%	19.5%

(1) Excludes discontinued operations

QUARTERLY MARKET SEGMENT INFORMATION (continued) (1)  
(unaudited) (In thousands)

**SYSTEMS**

	2005				2006
	1 Qtr.	2 Qtr.	3 Qtr.	4 Qtr.	1 Qtr.
Revenue	\$ 155,871	\$ 177,735	\$ 197,076	\$ 174,695	\$ 181,285
Segment earnings	22,037	26,910	29,221	21,920	26,971
Bookings	156,181	221,709	201,361	176,185	231,036
Backlog	125,037	170,238	172,806	174,402	223,843
Book-to-Bill	1.00	1.25	1.02	1.01	1.27
Operating margin	14.1%	15.1%	14.8%	12.5%	14.9%

**TECHNOLOGIES**

	2005				2006
	1 Qtr.	2 Qtr.	3 Qtr.	4 Qtr.	1 Qtr.
Revenue	\$ 336,036	\$ 399,977	\$ 426,767	\$ 423,796	\$ 431,848
Segment earnings	20,941	45,706	54,554	42,462	50,628
Bookings	378,448	419,740	392,103	442,514	478,653
Backlog	205,430	218,277	186,291	203,255	251,213
Book-to-Bill	1.13	1.05	0.92	1.04	1.11
Operating margin	6.2%	11.4%	12.8%	10.0%	11.7%

(1) Excludes discontinued operations.

QUARTERLY EPS & EARNINGS  
(unaudited) (in thousands)

	2005				2006
	1 Qtr.	2 Qtr.	3 Qtr.	4 Qtr.	1 Qtr.
<b>Net earnings</b>					
Continuing operations	\$ 95,421	\$ 120,138	\$ 131,580	\$ 124,839	\$ 133,510
Discontinued operations	2,714	53,063	(8,899)	(8,714)	70,317
Net earnings	98,134	173,202	122,680	116,126	203,828
<b>Basic earnings per common share:</b>					
Continuing operations	\$ 0.47	\$ 0.59	\$ 0.65	\$ 0.62	\$ 0.66
Discontinued operations	0.01	0.26	(0.04)	(0.04)	0.35
Net earnings	0.48	0.85	0.61	0.57	1.00
<b>Diluted earnings per common share:</b>					
Continuing operations	\$ 0.47	\$ 0.59	\$ 0.65	\$ 0.61	\$ 0.65
Discontinued operations	0.01	0.26	(0.04)	(0.04)	0.34
Net earnings	0.48	0.85	0.60	0.57	0.99
<b>Average Shares</b>					
Basic Average Shares	203,650	202,959	202,572	202,736	203,316
Diluted Average Shares	204,904	203,984	203,918	204,050	204,960