

CINTAS CORP
Form 4
July 30, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
FARMER SCOTT D

(Last) (First) (Middle)
6847 CINTAS
BOULEVARD, SUITE 120
(Street)

MASON, OH 45040

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CINTAS CORP [CTAS]

3. Date of Earliest Transaction (Month/Day/Year)
07/26/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	07/26/2013		F	(A) or (D) D	Amount 19,027 (1) Price \$ 47.29	673,137	D
Common Stock	07/29/2013		A	(A) or (D) A	Amount 26,830 (2) Price \$ 0	699,967	D
Common Stock					17,386,387	I	By Limited Liability Partnership (3)
Common Stock					723,669	I	By Trusts

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Common Stock	83,880	I	By Limited Partnership
Common Stock	4,038	I	By Spouse
Common Stock	1,054	I	By ESOP

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Stock Option (Right to Buy)	\$ 46.91	07/29/2013		A	73,422	<u>(4)</u> 07/29/2023	Common Stock	73,422

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FARMER SCOTT D 6847 CINTAS BOULEVARD SUITE 120 MASON, OH 45040	X	X	Chief Executive Officer	

Signatures

/s/Scott D.
Farmer

07/30/2013

**Signature of Reporting Person

Date

Explanation of Responses:

* 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).

- Restrictions on restricted shares granted pursuant to Cintas Corporation's 2005 Equity Compensation Plan and previously reported Form 4
- (1) have lapsed. Of the total 54,280 shares that have vested, the reporting person has transferred 19,027 of these shares to satisfy tax withholding.
 - (2) Restricted shares granted pursuant to Cintas Corporation's 2005 Equity Compensation Plan.
 - (3) Mr. Farmer has sole voting and dispositive power but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
 - (4) The option vests as follows: one-third on the third anniversary of the grant date, one-third on the fourth anniversary of the grant date and one-third on the fifth anniversary of the grant date.

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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