

Schaefer Michael
Form 4/A
August 12, 2011

FORM 4

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

OMB APPROVAL

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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 *
Schaefer Michael

(Last) (First) (Middle)

TENNANT COMPANY, 701
NORTH LILAC DRIVE, MD 16

(Street)

MINNEAPOLIS, MN 55422

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TENNANT CO [TNC]

3. Date of Earliest Transaction
(Month/Day/Year)
08/02/2011

4. If Amendment, Date Original Filed(Month/Day/Year)
08/04/2011

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, Chief Technical 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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	08/02/2011		M		1,189 (1)	\$ 10.08	7,244 (3) D
Common Stock	08/02/2011		S		1,189	\$ 43.9427 (4)	6,055 (3) D
Common Stock	08/03/2011		M		5,000 (2)	\$ 10.08	11,055 (3) D
Common Stock	08/03/2011		S		5,000	\$ 41.5	6,055 (3) D

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

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This Form 4 amendment was filed to correctly reflect the number of options exercised by the reporting person and the date that the option exercise occurred.

- (2) This option exercise was omitted from the reporting person's original Form 4.
- (3) This number was adjusted to correctly reflect the amount of securities beneficially owned following the reported transaction.

- (4) Reflects the weighted average price of 1,189 shares of Common Stock of Tennant Company sold by the reporting person in multiple transactions on August 2, 2011, with sales prices ranging from \$43.83541 to \$44.00 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

- (5) This number was adjusted to correctly reflect the number of derivative securities beneficially owned following the reported transaction.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.