## Edgar Filing: DONALDSON CO INC - Form 4

DONALDSC	ON CO INC									
Form 4										
January 06, 2	2015									
FORM	1 4							OMB AF	PROVAL	
	UNITED	STATES SECU Wa	RITIES A shington,			NGE C	COMMISSION	OMB Number:	3235-0287	
Check thi if no long	or							Expires:	January 31,	
subject to		ENT OF CHAI			<b>CIA</b>	LOW	NERSHIP OF	Estimated a	2005 verage	
Section 1			SECUR	ITIES				burden hou	rs per	
Form 4 or Form 5		mont to Section	6(a) of th	a Sagurit	ion E	vohona	a A at of 1024	response	0.5	
obligation	• · · · · ·	suant to Section a) of the Public U				-		<b>,</b>		
may conti	inue.	30(h) of the I	•	•	· ·			1		
See Instru 1(b).	iction	50(ii) of the I	ivestment	Compan	y 110	101174	0			
1(0).										
(Print or Type R	Responses)									
	ddress of Reporting I		er Name <b>and</b>	Ticker or	Tradiı	ng	5. Relationship of Issuer	Reporting Pers	on(s) to	
Owens Jame	es	Symbol	LDGON		DOU		Issuel			
		DONA	LDSON (	CO INC [	DCI	J	(Check	k all applicable	e)	
(Last)	(First) (N		of Earliest Tr	ansaction						
1400 WEST			Day/Year)				X_ Director Officer (give t		Owner er (specify	
1400 WEST	94TH STREET	01/01/2	2015				below)	below)	a (speeny	
	(Street)	4. If Am	endment, Da	te Original	l		6. Individual or Joi	int/Group Filin	g(Check	
		Filed(Mo	onth/Day/Year	·)			Applicable Line)			
							_X_ Form filed by O Form filed by M			
BLOOMING	GTON, MN 5543	1					Person		porting	
(City)	(State)	(Zip) Tab	le I - Non-E	Derivative S	Secur	ities Acq	uired, Disposed of,	, or Beneficial	ly Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ties A	- cauired	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if		on(A) or Di				Form: Direct		
(Instr. 3)		any	Code	(Instr. 3,	4 and	5)	-	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)				Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
							Reported	(1130.1)	(1150.1)	
					(A) or		Transaction(s)			
			Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common	01/01/2015	01/02/2015	А	389	А	\$	2,239	D		
Stock	01/01/2015	01/02/2013	Π	507	Α	38.63	2,237	D		

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

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. Number or orDerivative Securities Acquired (A or Disposed (D) (Instr. 3, 4, and 5)	Expiration I (Month/Day	Date	7. Title and Underlying (Instr. 3 and	Securities
				Code V	(A) (I	0) Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 38.47	01/02/2015		A	14,000	<u>(1)</u>	01/02/2025	Common Stock	14,000

## **Reporting Owners**

Reporting Owner Name / Address	Relationships			
Reporting O when I tunie / I turies	Director	10% Owner	Officer	Other
Owens James 1400 WEST 94TH STREET BLOOMINGTON, MN 55431	Х			
Signatures				
Amy C. Becker, Attorney-in-fa Owens	act for Jan	nes J.	01	/06/2015
<u>**</u> Signature of Reporting 1	Person			Date
<b>Explanation of Re</b>	spon	ses:		

- \* 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).
- (1) The option vests in three equal annual installments beginning on January 2, 2016.

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.