

Coletti Robert E.
Form 4
October 19, 2017

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 *
Coletti Robert E.

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
6847 CINTAS BLVD., SUITE 120

3. Date of Earliest Transaction (Month/Day/Year)
10/17/2017

Director 10% Owner
 Officer (give title below) Other (specify below)
Assistant Secretary

(Street)
MASON, OH 45040

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

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

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 10/17/2017 | | A ⁽¹⁾ | 391 A | \$ 0 1,940 | D | |
| Common Stock | | | | | 158,307 | I | By Spouse |
| Common Stock | | | | | 20,000 | I | By Limited Liability Company ⁽²⁾ |
| Common Stock | | | | | 122,733 | I | By Limited Partnership ⁽³⁾ |
| | | | | | 94,054 | I | By Trusts ⁽⁴⁾ |

Common
Stock

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

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(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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right to Buy) | \$ 151.05 | 10/17/2017 | | A | 2,296 | ⁽⁵⁾ 10/17/2027 | Common Stock | 2,296 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Coletti Robert E. 6847 CINTAS BLVD. SUITE 120 MASON, OH 45040 | X | | Assistant Secretary | |

Signatures

/s/ Robert E. Coletti 10/18/2017

**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).

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- (1) Restricted shares granted pursuant to Cintas Corporation's 2016 Equity Compensation Plan. These shares cliff vest on the first anniversary of the grant date.
- (2) Owned by a limited liability company under Mr. Coletti's spouse's control. The Reporting Person disclaims beneficial ownership of these shares, except to the extent of any pecuniary interest therein.
- (3) Owned by a limited partnership under Mr. Coletti's spouse's control. The Reporting Person disclaims beneficial ownership of these shares, except to the extent of any pecuniary interest therein.
- (4) Owned by trusts for the benefit of Mr. Coletti and his family. The Reporting Person disclaims beneficial ownership of these shares except to the extent of any pecuniary interest therein.
- (5) Options granted pursuant to the 2016 Equity Compensation Plan. The option cliff vests on the first 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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