

TENNANT CO
Form 4
August 09, 2006

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
CARTER REX L

(Last) (First) (Middle)

701 NORTH LILAC DR.

(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)
08/07/2006

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)

SVP, Operations & Systems

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	08/07/2006		M		5,000	A \$ 19.05	8,113	D	
Common Stock	08/07/2006		S		5,000	D \$ 24	3,113	D	
Common Stock	08/07/2006		M		5,000	A \$ 19.05	8,113	D	
Common Stock	08/07/2006		S		5,000	D \$ 24	3,113	D	
Common Stock	08/08/2006		M		5,000	A \$ 19.05	8,113	D	

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Common Stock	08/08/2006	S	5,000	D	\$ 24	3,113	D
Common Stock	08/08/2006	M	5,000	A	\$ 19.05	8,113	D
Common Stock	08/08/2006	S	5,000	D	\$ 24.25	3,113	D
Common Stock	08/08/2006	M	4,000	A	\$ 17.45	7,113	D
Common Stock	08/08/2006	S	4,000	D	\$ 24.25	3,113	D

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)	\$ 19.05	08/07/2006		M	5,000	(1) 10/15/2011	Common Stock	5,000
Stock Option (right to buy)	\$ 19.05	08/07/2006		M	5,000	(1) 10/15/2011	Common Stock	5,000
Stock Option (right to buy)	\$ 19.05	08/08/2006		M	5,000	(1) 10/15/2011	Common Stock	5,000
Stock Option	\$ 19.05	08/08/2006		M	5,000	(1) 10/15/2011	Common Stock	5,000

(right to
buy)

Stock

Option (right to buy)	\$ 17.45	08/08/2006	M	4,000	<u>(1)</u>	02/21/2012	Common Stock	4,000
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CARTER REX L 701 NORTH LILAC DR. MINNEAPOLIS, MN 55422			SVP, Operations & Sytems	

Signatures

/s/John S. Livingston, as Attorney in Fact	08/09/2006
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__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).

(1) The option became exercisable 25% annually.

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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