Edgar Filing: Ytterdahl Niclas - Form 4

Form 4											
February 13								OMB A	PPROVAL		
FORM	UNITED	STATES		RITIES A			E COMMISSION		3235-0287		
if no los subject Section Form 4	to STATEN 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Expires:January 31, 2005Estimated average burden hours per response0.5		
Form 5 obligations may continue. See Instruction 1(b). 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							on				
(Print or Type	e Responses)										
1. Name and Address of Reporting Person [*] Ytterdahl Niclas (Last) (First) (Middle) C/O DOVER CORPORATION, 3005 HIGHLAND PARKWAY, SUITE 200			2. Issuer Name and Ticker or Trading Symbol DOVER Corp [DOV]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> Officer (give title <u></u> 10% Owner below) Senior Vice President					
			3. Date of Earliest Transaction (Month/Day/Year) 02/09/2012								
	(Street) 4. If Amendment, Date Origina Filed(Month/Day/Year)			1	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person						
DOWNER	AS GROVE, IL 60	515					Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities	Acquired, Disposed of	f, or Beneficially Owned			
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date any (Month/Day/Year)(Instr. 3)any (Month/Day/Year)		Date, if	Code Disposed of (D) Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or			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)			
Reminder: Re	eport on a separate line	e for each cla	uss of sec	Code V urities bene		(D) Pric	e				
	· ·						-				

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. Transacti Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Underlying Securiti (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amor or Numl of Sh
Stock Appreciation Right	\$ 65.38	02/09/2012		A	15,142	02/09/2015	02/09/2022	Common Stock	15,1
Performance Shares	<u>(1)</u>	02/09/2012		А	1,032	<u>(1)</u>	<u>(1)</u>	Common Stock	1,0 (2

Reporting Owners

Reporting Owner Name / Address	Relationships				
F	Director	10% Owner	Officer	Other	
Ytterdahl Niclas C/O DOVER CORPORATION 3005 HIGHLAND PARKWAY, SUITE 200 DOWNERS GROVE, IL 60515			Senior Vice President		
Signatures					
/s/ Niclas Ytterdahl by Greg J. Felten, Attorney-in-fact		02/13/2	2012		
**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) Each performance share represents a contingent right to receive shares of Dover common stock, based on Dover's relative total shareholder return versus that of Dover's peer group over the three-year performance period ending 12/31/2014.
- (2) Represents target grant amount. The actual number of shares that will be paid in respect of the performance share award may range from 0% to 200% of the target grant.

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.