

JOHNSON JAMES J
Form 4
February 14, 2019

FORM 4

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

OMB APPROVAL

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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 *
JOHNSON JAMES J

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)
P.O. BOX 625737
(Street)
CINCINNATI, OH 45262

3. Date of Earliest Transaction (Month/Day/Year)
02/12/2019

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

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

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 | 02/12/2019 | | | M | 2,469 A \$ 24.51 | 12,063 | D |
| Common Stock | 02/12/2019 | | | M | 3,947 A \$ 29.58 | 16,010 | D |
| Common Stock | 02/14/2019 | | | S | 6,416 D \$ 201.5 (1) | 9,594 | D |

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

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number.

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) | \$ 24.51 | 03/24/2009 | | M | 2,469 | ⁽²⁾ 03/24/2019 | Common Stock | 2,469 |
| Stock Option (right to buy) | \$ 29.58 | 10/20/2009 | | M | 3,947 | ⁽³⁾ 10/20/2019 | Common Stock | 3,947 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| JOHNSON JAMES J P.O. BOX 625737 CINCINNATI, OH 45262 | | X | | |

Signatures

/s/ F. Mark Reuter as Attorney-in-Fact for James J. Johnson

02/14/2019

**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).

The reported price is a weighted average price. These shares were sold in multiple transactions ranging from \$200.27 to \$202.15. The

- (1) Reporting Person undertakes to provide full pricing information to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission upon request.
- (2) Option granted pursuant to Cintas Corporation's 2005 Equity Compensation Plan. Twenty-five percent of the options are exercisable on 3/24/2010 and twenty-five percent thereafter until a full vest date on 3/24/2013.

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- (3) Option granted pursuant to Cintas Corporation's 2005 Equity Compensation Plan. Twenty-five percent of the options are exercisable on 10/20/2010 and twenty-five percent thereafter until a full vest date on 10/20/2013.

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.