DONALDSON CO INC

Form 4

September 23, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

response... 0.5

5. Relationship of Reporting Person(s) to

if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

09/21/2016

Stock

Stock

Stock

Common

Common

SCALF THOMAS R		Symbol DONA	LDSON CO INC [DCI]	Issuer (Chee	Issuer (Check all applicable)			
(Last)	(First) (I	,	of Earliest Transaction Day/Year)	Director	10% Ov	wner		
1400 WEST	Γ 94TH STREET			_X_ Officer (give below)	below) or Vice President	pecify		
	(Street)		endment, Date Original onth/Day/Year)	Applicable Line)	oint/Group Filing(Cone Reporting Perso			
	GTON, MN 5543			•	More than One Repor			
(City)	(State)	(Zip) Tab	ole I - Non-Derivative Securition	es Acquired, Disposed o	f, or Beneficially	Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acqu Transaction(A) or Disposed o Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D)	of (D) Securities	Ownership In Form: Direct B (D) or C	. Nature of ndirect geneficial ownership (Instr. 4)		
Common	00/21/2016		A 16 791 A	\$ 840		By Panafit		

16.781 A

Α

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

840

6,060

6,394

36.86

I

Ι

D

Benefit

Benefit

Plan Trust

By

Plan Trust

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title a	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									mount		
						Date	Expiration	01 Title N			
						Exercisable	Date	Title Number			
				C 1 W	(A) (D)			of			
				Code V	(A) (D)			S	hares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SCALF THOMAS R 1400 WEST 94TH STREET BLOOMINGTON, MN 55431-2303

Senior Vice President

Signatures

Amy C. Becker, Attorney-in-fact for Thomas R.

Scalf 09/23/2016

**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).

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.

Reporting Owners 2