

Eckert Andrew J
Form 4
March 04, 2008

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 *
Eckert Andrew J

(Last) (First) (Middle)

TENNANT COMPANY, LAW
DEPT., MD 29, 701 N. 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)
02/29/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, NA Sales

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 | 02/29/2008 | | A | | 333 ⁽¹⁾ A \$ 36.02 | 3,051 | D |
| Common Stock | 02/29/2008 | | A | | 1,699 ⁽²⁾ A \$ 36.02 | 4,750 | D |
| Common Stock | 02/29/2008 | | M | | 1,274 ⁽³⁾ A \$ 36.02 | 6,024 | D |
| Common Stock | | | | | | 1,309.537 | I ESOP & Profit Sharing |

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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Deferred Stock Units - Short Term Incentive Plan | \$ 36.02 | 02/29/2008 | | M | 1,274 (3) | (3) (3) | Common Stock | 1,274 |
| Deferred Stock Units - Short Term Incentive Plan | \$ 36.02 | 02/29/2008 | | A | 1,569 (4) | (4) (4) | Common Stock | 1,569 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Eckert Andrew J
TENNANT COMPANY, LAW DEPT., MD 29
701 N. LILAC DR.
MINNEAPOLIS, MN 55422

VP, NA Sales

Signatures

/s/John S. Livingston, as Attorney
in Fact

03/04/2008

**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) 2008 Restricted Stock grant vesting on December 31, 2009.

(2) 2008 unrestricted stock grant pursuant to the 2005 Long-Term Incentive Plan.

(3) This is a payout of Short Term Incentive Plan Annual Bonus Deferred Stock Units granted 2/17/2004, and governed under the 1999 Stock Incentive Plan. Units were granted at a rate of \$1.20 for each dollar of bonus earned. The units themselves vested at the time of the grant; the 20% premium vested three years after the grant in 2007. The payout was settled with 1274 units converted to common stock and 1274 units settled in cash. All amounts reflect the July 2006 stock split.

(4) These are Short Term Incentive Plan Annual Bonus Deferred Stock Units granted 2/28/2008, and governed under the 2007 Stock Incentive Plan. Units are granted at a rate of \$1.20 for each dollar of bonus earned. The units are to be settled in 100% Tennant Common Stock. The units themselves vest at the time of the grant; the 20% premium vests three years after the grant. Dividends are converted into additional Deferred Stock Units and also vest three years after the grant.

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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