

DONALDSON CO INC  
Form 3  
April 04, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 \*  
A Spethmann Jeffrey E  
(Last) (First) (Middle)

2. Date of Event Requiring Statement  
(Month/Day/Year)  
04/04/2016

3. Issuer Name and Ticker or Trading Symbol  
DONALDSON CO INC [DCI]

4. Relationship of Reporting Person(s) to Issuer

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

1400 WEST 94TH STREET  
(Street)

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer \_\_\_ Other  
(give title below)(specify below)  
Senior Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

BLOOMINGTON, MN 55431-2303  
(City) (State) (Zip)

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 12,000   | D   | A  |
| Common Stock                       | 760  | I   | By Benefit Plan Trust                                    |

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

SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year)<br><br>Date Exercisable | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4)<br><br>Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

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|                                      | Expiration Date                      | Amount or Number of Shares   | or Indirect (I) (Instr. 5) |
|--------------------------------------|--------------------------------------|------------------------------|----------------------------|
| Employee Stock Option (right to buy) | 02/18/2013 <sup>(1)</sup> 02/18/2023 | Common Stock 7,500 \$ 37.6   | D Â                        |
| Employee Stock Option (right to buy) | 12/09/2013 <sup>(1)</sup> 12/09/2023 | Common Stock 10,500 \$ 42.07 | D Â                        |
| Employee Stock Option (right to buy) | 12/05/2014 <sup>(1)</sup> 12/05/2024 | Common Stock 12,000 \$ 38.78 | D Â                        |
| Employee Stock Option (right to buy) | 12/17/2015 <sup>(1)</sup> 12/17/2025 | Common Stock 13,500 \$ 28    | D Â                        |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| Spethmann Jeffrey E<br>1400 WEST 94TH STREET<br>BLOOMINGTON, MN 55431-2303 | Â             | Â         | Â Senior Vice President | Â     |

## Signatures

Jeffrey E. Spethmann  
04/04/2016  
\*\*Signature of Reporting Person      Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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 vests in three equal annual installments commencing one year from grant date.

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.