

The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

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

Notice of Exempt Offering of Securities

OMB APPROVAL

OMB Number: 3235-0076

Estimated average burden

hours per response: 4.00

1. Issuer's Identity

<b>CIK (Filer ID Number)</b>	<b>Previous Names</b>	None	<b>Entity Type</b>
<a href="#">0000029905</a>	DOVER CORP		<input checked="" type="checkbox"/> Corporation
<b>Name of Issuer</b>			<input type="checkbox"/> Limited Partnership
DOVER Corp			<input type="checkbox"/> Limited Liability Company
<b>Jurisdiction of Incorporation/Organization</b>			<input type="checkbox"/> General Partnership
DELAWARE			<input type="checkbox"/> Business Trust
<b>Year of Incorporation/Organization</b>			<input type="checkbox"/> Other (Specify)
<input checked="" type="checkbox"/> Over Five Years Ago			
<input type="checkbox"/> Within Last Five Years (Specify Year)			
<input type="checkbox"/> Yet to Be Formed			

2. Principal Place of Business and Contact Information

<b>Name of Issuer</b>			
DOVER Corp			
<b>Street Address 1</b>		<b>Street Address 2</b>	
3005 HIGHLAND PARKWAY			
<b>City</b>	<b>State/Province/Country</b>	<b>ZIP/PostalCode</b>	<b>Phone Number of Issuer</b>
DOWNERS GROVE	ILLINOIS	60515	(630) 541-1540

3. Related Persons

<b>Last Name</b>	<b>First Name</b>	<b>Middle Name</b>
Livingston	Robert	A.
<b>Street Address 1</b>	<b>Street Address 2</b>	
c/o Dover Corporation	3005 Highland Parkway	
<b>City</b>	<b>State/Province/Country</b>	<b>ZIP/PostalCode</b>
Downers Grove	ILLINOIS	60515
<b>Relationship:</b> <input checked="" type="checkbox"/> Executive Officer <input checked="" type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

<b>Last Name</b>	<b>First Name</b>	<b>Middle Name</b>
Buchanan	Kevin	P.
<b>Street Address 1</b>	<b>Street Address 2</b>	
c/o Dover Corporation	3005 Highland Parkway	
<b>City</b>	<b>State/Province/Country</b>	<b>ZIP/PostalCode</b>
Downers Grove	ILLINOIS	60515
<b>Relationship:</b> <input checked="" type="checkbox"/> Executive Officer <input type="checkbox"/> Director <input type="checkbox"/> Promoter		

Clarification of Response (if Necessary):

Last Name	First Name	Middle Name
Cerepak	Brad	M.
Street Address 1	Street Address 2	
c/o Dover Corporation	3005 Highland Parkway	
City	State/Province/Country	ZIP/PostalCode
Downers Grove	ILLINOIS	60515
<b>Relationship:</b> X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Fincher	C.	Anderson
Street Address 1	Street Address 2	
c/o Dover Corporation	3005 Highland Parkway	
City	State/Province/Country	ZIP/PostalCode
Downers Grove	ILLINOIS	60515
<b>Relationship:</b> X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Giacomini	Thomas	W.
Street Address 1	Street Address 2	
c/o Dover Corporation	3005 Highland Parkway	
City	State/Province/Country	ZIP/PostalCode
Downers Grove	ILLINOIS	60515
<b>Relationship:</b> X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Goldberg	Paul	E.
Street Address 1	Street Address 2	
c/o Dover Corporation	3005 Highland Parkway	
City	State/Province/Country	ZIP/PostalCode
Downers Grove	ILLINOIS	60515
<b>Relationship:</b> X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Hartner	John	F.
Street Address 1	Street Address 2	
c/o Dover Corporation	3005 Highland Parkway	
City	State/Province/Country	ZIP/PostalCode
Downers Grove	ILLINOIS	60515
<b>Relationship:</b> X Executive Officer Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Kloosterboer	Jay	L.
Street Address 1	Street Address 2	
c/o Dover Corporation	3005 Highland Parkway	
City	State/Province/Country	ZIP/PostalCode
Downers Grove	ILLINOIS	60515

**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
McKay, Jr.	Raymond	T.
Street Address 1	Street Address 2	
c/o Dover Corporation	3005 Highland Parkway	
City	State/Province/Country	ZIP/PostalCode
Downers Grove	ILLINOIS	60515

**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Moore	Brian	P.
Street Address 1	Street Address 2	
c/o Dover Corporation	3005 Highland Parkway	
City	State/Province/Country	ZIP/PostalCode
Downers Grove	ILLINOIS	60515

**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Moyle	James	H.
Street Address 1	Street Address 2	
c/o Dover Corporation	3005 Highland Parkway	
City	State/Province/Country	ZIP/PostalCode
Downers Grove	ILLINOIS	60515

**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Niew	Jeffrey	S.
Street Address 1	Street Address 2	
c/o Dover Corporation	3005 Highland Parkway	
City	State/Province/Country	ZIP/PostalCode
Downers Grove	ILLINOIS	60515

**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Schmidt	Joseph	W.
Street Address 1	Street Address 2	
c/o Dover Corporation	3005 Highland Parkway	
City	State/Province/Country	ZIP/PostalCode
Downers Grove	ILLINOIS	60515

**Relationship:** X Executive Officer Director Promoter

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Sellhausen	Stephen	R.

Street Address 1	Street Address 2		
c/o Dover Corporation	3005 Highland Parkway		
City	State/Province/Country	ZIP/PostalCode	
Downers Grove	ILLINOIS	60515	
<b>Relationship:</b> X Executive Officer	Director	Promoter	

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name	
Somasundaram	Sivasankaran		
Street Address 1	Street Address 2		
c/o Dover Corporation	3005 Highland Parkway		
City	State/Province/Country	ZIP/PostalCode	
Downers Grove	ILLINOIS	60515	
<b>Relationship:</b> X Executive Officer	Director	Promoter	

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name	
Spurgeon, Jr.	William	W.	
Street Address 1	Street Address 2		
c/o Dover Corporation	3005 Highland Parkway		
City	State/Province/Country	ZIP/PostalCode	
Downers Grove	ILLINOIS	60515	
<b>Relationship:</b> X Executive Officer	Director	Promoter	

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name	
Ytterdahl	Niclas		
Street Address 1	Street Address 2		
c/o Dover Corporation	3005 Highland Parkway		
City	State/Province/Country	ZIP/PostalCode	
Downers Grove	ILLINOIS	60515	
<b>Relationship:</b> X Executive Officer	Director	Promoter	

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name	
Zhang	Michael	Y.	
Street Address 1	Street Address 2		
c/o Dover Corporation	3005 Highland Parkway		
City	State/Province/Country	ZIP/PostalCode	
Downers Grove	ILLINOIS	60515	
<b>Relationship:</b> X Executive Officer	Director	Promoter	

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name	
Benson	David	H.	
Street Address 1	Street Address 2		
c/o Dover Corporation	3005 Highland Parkway		
City	State/Province/Country	ZIP/PostalCode	
Downers Grove	ILLINOIS	60515	
<b>Relationship:</b> Executive Officer X	Director	Promoter	

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Cremin	Robert	W.
Street Address 1	Street Address 2	
c/o Dover Corporation	3005 Highland Parkway	
City	State/Province/Country	ZIP/PostalCode
Downers Grove	ILLINOIS	60515
<b>Relationship:</b> Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Ergas	Jean-Pierre	M.
Street Address 1	Street Address 2	
c/o Dover Corporation	3005 Highland Parkway	
City	State/Province/Country	ZIP/PostalCode
Downers Grove	ILLINOIS	60515
<b>Relationship:</b> Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Francis	Peter	T.
Street Address 1	Street Address 2	
c/o Dover Corporation	3005 Highland Parkway	
City	State/Province/Country	ZIP/PostalCode
Downers Grove	ILLINOIS	60515
<b>Relationship:</b> Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Graham	Kristiane	C.
Street Address 1	Street Address 2	
c/o Dover Corporation	3005 Highland Parkway	
City	State/Province/Country	ZIP/PostalCode
Downers Grove	ILLINOIS	60515
<b>Relationship:</b> Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Lochridge	Richard	K.
Street Address 1	Street Address 2	
c/o Dover Corporation	3005 Highland Parkway	
City	State/Province/Country	ZIP/PostalCode
Downers Grove	ILLINOIS	60515
<b>Relationship:</b> Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

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Last Name	First Name	Middle Name
Rethore	Bernard	G.
Street Address 1	Street Address 2	
c/o Dover Corporation	3005 Highland Parkway	

**City****State/Province/Country****ZIP/PostalCode**

Downers Grove

ILLINOIS

60515

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

**Last Name****First Name****Middle Name**

Stubbs

Michael

B.

**Street Address 1****Street Address 2**

c/o Dover Corporation

3005 Highland Parkway

**City****State/Province/Country****ZIP/PostalCode**

Downers Grove

ILLINOIS

60515

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

**Last Name****First Name****Middle Name**

Todd

Stephen

M.

**Street Address 1****Street Address 2**

c/o Dover Corporation

3005 Highland Parkway

**City****State/Province/Country****ZIP/PostalCode**

Downers Grove

ILLINOIS

60515

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

**Last Name****First Name****Middle Name**

Wagner

Stephen

K.

**Street Address 1****Street Address 2**

c/o Dover Corporation

3005 Highland Parkway

**City****State/Province/Country****ZIP/PostalCode**

Downers Grove

ILLINOIS

60515

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

**Last Name****First Name****Middle Name**

Winston

Mary

A.

**Street Address 1****Street Address 2**

c/o Dover Corporation

3005 Highland Parkway

**City****State/Province/Country****ZIP/PostalCode**

Downers Grove

ILLINOIS

60515

**Relationship:** Executive Officer X Director Promoter

Clarification of Response (if Necessary):

## 4. Industry Group

Agriculture

Health Care

Retailing

Banking &amp; Financial Services

Biotechnology

Restaurants

Commercial Banking

Health Insurance

Technology

Insurance

Hospitals &amp; Physicians

Computers

Investing

Pharmaceuticals

Telecommunications

Investment Banking

Other Health Care

Other Technology

Pooled Investment Fund

Is the issuer registered as

X Manufacturing

Travel

an investment company under the Investment Company Act of 1940?

Yes                      No

Other Banking & Financial Services

Business Services

Energy

Coal Mining

Electric Utilities

Energy Conservation

Environmental Services

Oil & Gas

Other Energy

Real Estate

Commercial

Construction

REITS & Finance

Residential

Other Real Estate

Airlines & Airports

Lodging & Conventions

Tourism & Travel Services

Other Travel

Other

5. Issuer Size

<b>Revenue Range</b>	<b>OR</b>	<b>Aggregate Net Asset Value Range</b>
No Revenues		No Aggregate Net Asset Value
\$1 - \$1,000,000		\$1 - \$5,000,000
\$1,000,001 - \$5,000,000		\$5,000,001 - \$25,000,000
\$5,000,001 - \$25,000,000		\$25,000,001 - \$50,000,000
\$25,000,001 - \$100,000,000		\$50,000,001 - \$100,000,000
X Over \$100,000,000		Over \$100,000,000
Decline to Disclose		Decline to Disclose
Not Applicable		Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

Rule 504(b)(1) (not (i), (ii) or (iii))	Rule 505
Rule 504 (b)(1)(i)	X Rule 506
Rule 504 (b)(1)(ii)	Securities Act Section 4(5)
Rule 504 (b)(1)(iii)	Investment Company Act Section 3(c)
	Section 3(c)(1)                      Section 3(c)(9)
	Section 3(c)(2)                      Section 3(c)(10)
	Section 3(c)(3)                      Section 3(c)(11)
	Section 3(c)(4)                      Section 3(c)(12)
	Section 3(c)(5)                      Section 3(c)(13)
	Section 3(c)(6)                      Section 3(c)(14)
	Section 3(c)(7)

7. Type of Filing

X New Notice    Date of First Sale 2012-04-25    First Sale Yet to Occur  
Amendment

8. Duration of Offering

Does the Issuer intend this offering to last more than one year?    Yes X No

9. Type(s) of Securities Offered (select all that apply)

X Equity	Pooled Investment Fund Interests
Debt	Tenant-in-Common Securities

Option, Warrant or Other Right to Acquire Another Security  
Security to be Acquired Upon Exercise of Option, Warrant or  
Other Right to Acquire Security

Mineral Property Securities  
Other (describe)

#### 10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?  Yes  No

Clarification of Response (if Necessary):

#### 11. Minimum Investment

Minimum investment accepted from any outside investor \$0 USD

#### 12. Sales Compensation

Recipient (Associated) Broker or Dealer <input checked="" type="checkbox"/> None	Recipient CRD Number <input checked="" type="checkbox"/> None (Associated) Broker or Dealer CRD Number <input checked="" type="checkbox"/> None	
<b>Street Address 1</b>	<b>Street Address 2</b>	
City	State/Province/Country	ZIP/Postal Code
State(s) of Solicitation (select all that apply) Check "All States" or check individual States	<input type="checkbox"/> All States	<input type="checkbox"/> Foreign/non-US

#### 13. Offering and Sales Amounts

Total Offering Amount \$99,857,776 USD or Indefinite  
Total Amount Sold \$99,857,776 USD  
Total Remaining to be Sold \$0 USD or Indefinite

Clarification of Response (if Necessary):

#### 14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering.   
Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

#### 15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$0 USD  Estimate  
Finders' Fees \$0 USD  Estimate

Clarification of Response (if Necessary):

#### 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD  Estimate

Clarification of Response (if Necessary):

#### Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.



## Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

<b>Issuer</b>	<b>Signature</b>	<b>Name of Signer</b>	<b>Title</b>	<b>Date</b>
DOVER Corp	/s/ Joseph W. Schmidt	Joseph W. Schmidt	Senior Vice President, General Counsel and Secretary	2012-04-25

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 number.

\* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.