

PALL CORP
Form 3
October 02, 2014

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

OMB APPROVAL

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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 *

Â Rouse Angelina
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
09/23/2014

3. Issuer Name and Ticker or Trading Symbol
PALL CORP [PLL]

4. Relationship of Reporting Person(s) to Issuer

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

C/O PALL CORPORATION,Â 25 HARBOR PARK DRIVE

(Street)

(Check all applicable)

___ Director ___ 10% Owner
X Officer ___ Other
(give title below) (specify below)
Corporate Controller & CAO

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

PORT WASHINGTON,Â NYÂ 11050

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

Common Stock

2. Amount of Securities Beneficially Owned (Instr. 4)

457.98

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

D Â

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---|---------------------|--------------------|-----------------|----------------------------------|---------------|--|---|
| Employee Stock Option (Right to Buy) | 07/14/2014 | 07/14/2017 | Common Stock | 295 | \$ 36.64 | D | Â |
| Employee Stock Option (Right to Buy) | 07/13/2014 | 07/13/2018 | Common Stock | 287 | \$ 55.67 | D | Â |
| Employee Stock Option (Right to Buy) | 07/13/2015 | 07/13/2018 | Common Stock | 288 | \$ 55.67 | D | Â |
| Employee Stock Option (Right to Buy) | 01/18/2014 | 01/18/2019 | Common Stock | 318 | \$ 59.75 | D | Â |
| Employee Stock Option (Right to Buy) | 01/18/2015 | 01/18/2019 | Common Stock | 317 | \$ 59.75 | D | Â |
| Employee Stock Option (Right to Buy) | 01/18/2016 | 01/18/2019 | Common Stock | 318 | \$ 59.75 | D | Â |
| Employee Stock Option (Right to Buy) | 01/16/2014 | 01/16/2020 | Common Stock | 427 | \$ 64.8 | D | Â |
| Employee Stock Option (Right to Buy) | 01/16/2015 | 01/16/2020 | Common Stock | 428 | \$ 64.8 | D | Â |
| Employee Stock Option (Right to Buy) | 01/16/2016 | 01/16/2020 | Common Stock | 427 | \$ 64.8 | D | Â |
| Employee Stock Option (Right to Buy) | 01/16/2017 | 01/16/2020 | Common Stock | 428 | \$ 64.8 | D | Â |
| Employee Stock Option (Right to Buy) | 12/11/2014 | 12/11/2020 | Common Stock | 997 | \$ 82.47 | D | Â |
| Employee Stock Option (Right to Buy) | 12/11/2015 | 12/11/2020 | Common Stock | 997 | \$ 82.47 | D | Â |
| Employee Stock Option (Right to Buy) | 12/11/2016 | 12/11/2020 | Common Stock | 997 | \$ 82.47 | D | Â |
| Restricted Stock Units | 07/13/2015 | 07/13/2015 | Common Stock | 701.39 | \$ <u>(1)</u> | D | Â |
| Restricted Stock Units | 01/18/2016 | 01/18/2016 | Common Stock | 769.03 | \$ <u>(1)</u> | D | Â |
| Restricted Stock Units | 12/11/2016 | 12/11/2016 | Common Stock | 606.96 | \$ <u>(1)</u> | D | Â |
| Restricted Stock Units | 01/16/2017 | 01/16/2017 | Common Stock | 1,013.94 | \$ <u>(1)</u> | D | Â |
| Bonus Units | 10/05/2016 | 10/05/2016 | Common Stock | 3,348.42 <u>(2)</u> | \$ <u>(3)</u> | D | Â |
| Bonus Units | 10/04/2017 | 10/04/2017 | Common Stock | 4,293.49 <u>(4)</u> | \$ <u>(3)</u> | D | Â |

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| | | | | | | | |
|-------------------|------------|------------|--------------|------------------|--------|---|---|
| After Tax Units | 02/08/2015 | 02/08/2015 | Common Stock | 1,986.08 (5) | \$ (3) | D | Â |
| After Tax Units | 10/07/2015 | 10/07/2015 | Common Stock | 3,932.12 (6) | \$ (3) | D | Â |
| Base Salary Units | 01/31/2016 | 01/31/2016 | Common Stock | 290.64 (7) | \$ (3) | D | Â |
| Base Salary Units | 07/31/2016 | 07/31/2016 | Common Stock | 2,157.71 (8) | \$ (3) | D | Â |
| Base Salary Units | 01/31/2017 | 01/31/2017 | Common Stock | 1,804.58 (9) | \$ (3) | D | Â |
| Base Salary Units | 07/31/2017 | 07/31/2017 | Common Stock | 1,763.28 (10) | \$ (3) | D | Â |
| Base Salary Units | 01/31/2018 | 01/31/2018 | Common Stock | 1,644.78 (11) | \$ (3) | D | Â |
| Base Salary Units | 07/31/2018 | 07/31/2018 | Common Stock | 1,728.51 (12) | \$ (3) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Rouse Angelina C/O PALL CORPORATION 25 HARBOR PARK DRIVE PORT WASHINGTON, NY 11050 | Â | Â | Â Corporate Controller & CAO | Â |

Signatures

/s/ Adam Mandelbaum as Attorney-in-Fact for Angelina Rouse 10/02/2014

**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 Units will vest and become convertible into shares of Common Stock of the Issuer on a one-for-one basis on the date shown in Column 2, provided the Reporting Person is still employed by the Issuer or a subsidiary on that date. If employment terminates sooner, the Units will be forfeited unless termination of employment occurs because of death, disability or retirement, or following a change in control, in any of which events the Units may vest in whole or in part.
 - (2) Includes 1674.208 matching units granted by the Issuer for which the price in Column 4 was not paid.
 - (3) The Units will vest and become convertible into shares of Common Stock of the Issuer on a one-for-one basis on the date shown in Column 2, subject to adjustments if the Reporting Person's employment with the Issuer terminates under certain circumstances prior to the date shown in Column 2.
 - (4) Includes 2146.744 matching units granted by the Issuer for which the price in Column 4 was not paid.
 - (5) Includes 993.04 matching units granted by the Issuer for which the price in Column 4 was not paid.

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- (6) Includes 1966.06 matching units granted by the Issuer for which the price in Column 4 was not paid.
- (7) Includes 145.319 matching units granted by the Issuer for which the price in Column 4 was not paid.
- (8) Includes 1078.855 matching units granted by the Issuer for which the price in Column 4 was not paid.
- (9) Includes 902.292 matching units granted by the Issuer for which the price in Column 4 was not paid.
- (10) Includes 881.639 matching units granted by the Issuer for which the price in Column 4 was not paid.
- (11) Includes 822.392 matching units granted by the Issuer for which the price in Column 4 was not paid.
- (12) Includes 864.256 matching units granted by the Issuer for which the price in Column 4 was not paid.

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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