

DOVER CORP
Form 5
February 14, 2008

FORM 5

**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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
GRAHAM KRISTIANE C

(Last) (First) (Middle)

DOVER CORPORATION, 280
PARK AVENUE, 34W

(Street)

NEW YORK, NY 10017

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
DOVER CORP [DOV]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2007

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)

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				(A)	(D)	Price			
Common Stock	10/02/2006		D4	500	D	\$ 47.238	0	I	By trust (1) (2)
Common Stock	03/21/2007		D4	1,500	D	\$ 48.1	43,266	I	By trust (2) (3)
Common Stock	04/19/2006		D4	400	D	\$ 48.57	214,450 (4)	I	By trust
Common Stock	07/12/2006		D4	1,000	D	\$ 48.09	214,450 (4)	I	By trust

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Common Stock	09/18/2006	Â	D4	600	D	\$ 48.226	214,450 ⁽⁴⁾	I	By trust
Common Stock	01/25/2007	Â	D4	2,000	D	\$ 47.902	214,450 ⁽⁴⁾	I	By trust
Common Stock	03/20/2007	Â	D4	1,600	D	\$ 47.81	214,450 ⁽⁴⁾	I	By trust
Common Stock	03/21/2007	Â	D4	1,000	D	\$ 48.06	214,450 ⁽⁴⁾	I	By trust
Common Stock	04/13/2007	Â	D4	600	D	\$ 47.92	214,450 ⁽⁴⁾	I	By trust
Common Stock	09/19/2007	Â	D4	1,000	D	\$ 51	214,450 ⁽⁴⁾	I	By trust
Common Stock	12/21/2007	Â	D4	1,300	D	\$ 46.06	214,450 ⁽⁴⁾	I	By trust
Common Stock	Â	Â	Â	Â	Â	Â	6,870	I	By trust ⁽²⁾ ⁽⁵⁾
Common Stock	Â	Â	Â	Â	Â	Â	2,460	I	By children
Common Stock	Â	Â	Â	Â	Â	Â	38,416	I	By trust ⁽²⁾ ⁽⁵⁾
Common Stock	Â	Â	Â	Â	Â	Â	44,292	I	By trust ⁽²⁾ ⁽⁵⁾
Common Stock	Â	Â	Â	Â	Â	Â	404,585	D	Â

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

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SEC 2270 (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. Price of Derivative Security (Instr. 5)	9. of D Se O Er Is Fi (I
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						(A)	(D)		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRAHAM KRISTIANE C DOVER CORPORATION 280 PARK AVENUE, 34W NEW YORK, NY 10017	X	^	^	^

Signatures

/s/ Kristiane C. Graham by Ambika Sharma, Attorney
in fact

02/14/2008

__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) Represents sale of shares held by a trust of which the Reporting Person is a beneficiary. Prior to December 31, 2007, the remaining shares in the trust were distributed to the beneficiaries.

The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of her pecuniary interest therein, if
 - (2) any, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities (except to the extent of her pecuniary interest therein) for purposes of Section 16 or for any other purpose.
 - (3) Represents sale of shares held by a trust of which the Reporting Person is a beneficiary.
 - (4) Represents sale of shares held by a trust of which the Reporting Person is a beneficiary. At December 31, 2007, the number of shares held by the trust representing the Reporting Person's pro rata interest in the trust was 214,450.
 - (5) Represents shares held by a trust of which the Reporting Person is a trustee.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.