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NAPOLITAN	NO JOSEPH									
Form 4 April 29, 201	0									
FORM	ГЛ							OMB AI	PPROVAL	
	UNITED 5	STATES SECUE Was	RITIES A shington,			NGE CO	OMMISSION	OMB Number:	3235-0287	
Check thi if no long subject to Section 14 Form 4 or Form 5 obligatior may conti <i>See</i> Instru 1(b).	6. Filed purs Section 17(a	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							Expires: January 31, 2005 Estimated average burden hours per response 0.5	
(Print or Type R	Responses)									
NAPOLITANO JOSEPH Symbol			Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(Last) (First) (Middle) 3. Date of 1			Earliest Transaction			(Check all applicable)			
C/O ACADIA REALTY TRUST, 1311 MAMARONECK AVENUE, SUITE 260			-				Director 10% Owner X_ Officer (give title Other (specify below) below) Sr. Vice President			
			ndment, Date Original th/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
WHITE PLA	AINS, NY 10605						Person	ore than One Re	porting	
(City)	(State) (2	Zip) Tabl	e I - Non-D	erivative	Securit	ties Acqu	iired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code	4. Securi or(A) or D (Instr. 3,	isposed	l of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Shares of Beneficial Interest - \$.001 Par Value	04/29/2010		Code V	Amount 3,196	D	Price \$ 19.465	(Instr. 3 and 4) 5,786 (<u>1</u>)	D		

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

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number.

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. Transactic Code (Instr. 8)	TransactionNumber Exp Code of (Me		6. Date Exercisable and Expiration Date (Month/Day/Year)		tle and unt of erlying rities r. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Repo	rting O	wners			Polofi	onchine					

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
NAPOLITANO JOSEPH C/O ACADIA REALTY TRUST 1311 MAMARONECK AVENUE, SUITE 260 WHITE PLAINS, NY 10605			Sr. Vice President				
Signatures							
Joseph							

Napolitano 04/29/2010 <u>**</u>Signature of Date
Reporting Person

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) This number represents 122 vested Shares and 5,664 unvested, restricted shares.

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. SPAN="2">Exhibits. 10.1Credit Agreement, dated as of December 7, 2012, by and among Donaldson Company, Inc., as borrower, the Lenders referred to therein, and Wells Fargo Bank, National Association, as Administrative Agent and L/C Issuer.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DONALDSON COMPANY, INC.

By:/s/ Norman C. Linnell Norman C. Linnell Vice President, General Counsel and Secretary

Date: December 13, 2012

EXHIBIT INDEX

Exhibit Number Description

Credit Agreement, dated as of December 7, 2012, by and among Donaldson Company, Inc., as borrower, the
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