

PALL CORP  
Form 4/A  
March 23, 2015

**FORM 4**

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

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Platz Wolfgang

(Last) (First) (Middle)

C/O PALL CORPORATION,, 25  
HARBOR PARK DRIVE

(Street)

PORT WASHINGTON, NY 11050

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

PALL CORP [PLL]

3. Date of Earliest Transaction  
(Month/Day/Year)

03/16/2015

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

03/18/2015

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify below)

President, Pall Europe

6. Individual or Joint/Group Filing(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	03/16/2015		M		900	A	\$ 36.64	23,435.354 <u>(1)</u>	D
Common Stock	03/16/2015		M		11,094	A	\$ 59.75	34,529.354 <u>(1)</u>	D
Common Stock	03/16/2015		S		900	D	\$ 101.589 <u>(2)</u>	33,629.354 <u>(1)</u>	D
Common Stock	03/16/2015		S		6,000	D	\$ 101.981 <u>(3)</u>	27,629.354 <u>(1)</u>	D
	03/16/2015		S		5,094	D	\$ 102.5		D

# Edgar Filing: PALL CORP - Form 4/A

Common Stock 22,535.354  
(1)

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

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SEC 1474  
(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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 36.64	03/16/2015		M	900	07/14/2010 <sup>(4)</sup> 07/14/2017	Common Stock 900
Employee Stock Option (Right to Buy)	\$ 59.75	03/16/2015		M	11,094	01/18/2012 <sup>(6)</sup> 01/18/2019	Common Stock 11,094

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Platz Wolfgang C/O PALL CORPORATION, 25 HARBOR PARK DRIVE PORT WASHINGTON, NY 11050	President, Pall Europe

## Signatures

/s/ Adam Mandelbaum as Attorney-in-Fact for Wolfgang Platz 03/23/2015

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) The Form 4, as originally filed on March 18, 2015, incorrectly reported the balances in Table I following the transactions. The Form 4, as amended by this Form 4/A, correctly reports such information.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$101.57 to \$101.60, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.

(3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$101.96 to \$102.00, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote to this Form 4.

(4) Date shown is the date of grant. These options vested ratably over a period of four years commencing on the first anniversary of the grant date, provided the reporting person satisfies certain service conditions.

(5) Only represents the derivative securities in this class.

(6) Date shown is the date of grant. These options vest ratably over a period of four years commencing on the first anniversary of the grant date, provided the reporting person satisfies certain service conditions.

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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