

GRAHAM KRISTIANE C
Form 4
November 17, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
3388 TURNER MOUNTAIN RD.

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/15/2005

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

THE PLAINS, VA 20198

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

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

(City) (State) (Zip)

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		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	11/15/2005		A		1,800	A	\$ 40	400,086	D	
Common Stock	11/15/2005		J ⁽¹⁾		1,000	D	\$ 40	399,086	D	
Common Stock								223,950	I	By trust ⁽²⁾ ₍₃₎
Common Stock								6,870	I	By trust ⁽²⁾ ₍₄₎
Common Stock								2,460	I	By children
								38,416	I	

Common Stock				By trust <u>(2)</u> <u>(4)</u>
Common Stock	44,292	I		By trust <u>(2)</u> <u>(4)</u>
Common Stock	18,000	I		By trust <u>(2)</u> <u>(3)</u>
Common Stock	44,766	I		By trust <u>(2)</u> <u>(3)</u>

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

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 control number.

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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4)
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

GRAHAM KRISTIANE C
3388 TURNER MOUNTAIN RD. X
THE PLAINS, VA 20198

Signatures

/s/ Kristiane C. Graham by Joseph W. Schmidt,
Attorney-in-Fact

11/17/2005

 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) Shares withheld at Reporting Person's request for tax payments, including payment of withholding taxes incident to the receipt of the stock grant under the 1996 Non-Employee Directors' Stock Compensation Plan.

The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of her pecuniary interest therein, if 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 shares held by a trust of which the Reporting Person is a beneficiary.

(4) 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 is insufficient, *see* Instruction 6 for procedure.

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