

Dolan Co.  
Form 4  
July 02, 2013

**FORM 4**

**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).

**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 \*  
Stodder Mark W C

2. Issuer Name and Ticker or Trading Symbol  
Dolan Co. [NYSE: DM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O THE DOLAN COMPANY, 222  
NINTH STREET SOUTH, SUITE  
2300

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/15/2013

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  10% Owner  
\_\_\_\_ Other (specify below)  
Former EVP-Business Info.

(Street)  
MINNEAPOLIS, MN 55402

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 (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) |
|---|--------------------------------------|--|--------------------------------|---|---|--|---|
| 8.5% Series B Cumulative Preferred Stock <sup>(1)</sup> | 02/25/2013                           |  | G                              | V 260 D \$ 0 0  |   | D  |   |
| 8.5% Series B Cumulative Preferred Stock <sup>(1)</sup> | 02/25/2013                           |  | G                              | V 260 <sup>(2)</sup> A \$ 0 260                                   |   | I  | By Living Trust <sup>(3)</sup>                        |
| Common Stock  | 02/15/2013                           |  | G                              | V 1,918 D \$ 0 17,271   |   | D  |   |

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Common Stock      02/15/2013      G   V   1,918<sub>(2)</sub>   A   \$ 0   55,141   I   By Living Trust <sup>(3)</sup>

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.**

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(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 Following Reported Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director   10% Owner   Officer   Other

Stodder Mark W C  
C/O THE DOLAN COMPANY  
222 NINTH STREET SOUTH, SUITE 2300  
MINNEAPOLIS, MN 55402

Former EVP-Business Info.

## Signatures

/s/ Kelly Jacobus, as attorney-in-fact for Mark W.C. Stodder

07/02/2013

\_\_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 8.5% Series B Cumulative Preferred Stock is convertible into shares of the Company's common stock under the following circumstances: (i) a person, syndicate or group acquires beneficial ownership of more than 50% of the total voting power of the Company's capital stock entitled to vote generally in elections of directors, and (ii) following the closing of such transaction, neither the Company nor the acquiring or surviving entity has a class of common securities (or American Depositary Receipts representing such securities) listed on the NYSE, the NYSE MKT, Nasdaq, or any exchange or quotation system that is a successor to any of the foregoing.

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In these circumstances, the 8.5% Series B Cumulative Preferred Stock is convertible into a number of common shares of the Company equal to the lesser of (a) the quotient obtained by dividing (1) the \$25.00 liquidation preference plus the amount of any accrued and unpaid distributions by (2) the price of the common stock, and (b) 14.285.

- (2) These shares were previously reported as directly held.
- (3) These shares are held in living trust for the benefit of Mr. Stodder who is sole beneficiary of these securities.

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.