

CINTAS CORP
Form 4
March 26, 2014

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
FARMER SCOTT D

(Last) (First) (Middle)

6847 CINTAS
BOULEVARD, SUITE 120

(Street)

MASON, OH 45040

(City) (State) (Zip)

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

CINTAS CORP [CTAS]

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

03/24/2014

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)

Chief Executive Officer

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	03/24/2014		M		25,000	A \$ 42.06	724,967	D	
Common Stock	03/24/2014		M		10,000	A \$ 44.43	734,967	D	
Common Stock	03/24/2014		F		25,289	D \$ 59.15	709,678	D	
Common Stock							12,286,387	I	By Limited Liability Partnership

By Limited
Liability
Limited
Partnership
(1)

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Common Stock	5,100,000	I	By Limited Liability Company ⁽²⁾
Common Stock	723,669	I	By Trusts
Common Stock	83,880	I	By Limited Partnership
Common Stock	4,038	I	By Spouse
Common Stock	1,054	I	By ESOP

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

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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. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 42.06	03/24/2014		M	25,000	⁽³⁾ 07/26/2014	Common Stock	25,000
Stock Option (Right to Buy)	\$ 44.43	03/24/2014		M	10,000	⁽⁴⁾ 08/01/2015	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
	X	X	Chief Executive Officer	

FARMER SCOTT D
6847 CINTAS BOULEVARD
SUITE 120
MASON, OH 45040

Signatures

/s/Scott D.
Farmer

03/26/2014

__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) Mr. Farmer has sole voting and dispositive power but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
- (2) Mr. Farmer has sole voting power but disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
- (3) The option vests in five equal annual installments beginning on 7/26/2009.
- (4) The option vests in five equal annual installments beginning on 8/1/2010.

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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