

CINTAS CORP
Form 4
March 24, 2017

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Hansen J. Michael

(Last) (First) (Middle)

6800 CINTAS BLVD.

(Street)

CINCINNATI, OH 45262

(City) (State) (Zip)

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

CINTAS CORP [CTAS]

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

03/23/2017

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

VP & CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	03/23/2017		M		308	A	\$ 39.84	40,974	D
Common Stock	03/23/2017		M		1,936	A	\$ 27.3	42,910	D
Common Stock	03/23/2017		M		1,232	A	\$ 22.61	44,142	D
Common Stock	03/23/2017		M		1,000	A	\$ 25.88	45,142	D
Common Stock	03/23/2017		M		2,000	A	\$ 26.46	47,142	D

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Common Stock	03/23/2017	M	2,600	A	\$ 34.18	49,742	D	
Common Stock	03/23/2017	S	5,477	D	\$ <u>(1)</u> 125.72	44,265	D	
Common Stock						279	I	By 401(k) Plan

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. Derivative Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 39.84	03/23/2017		M		308		<u>(2)</u>	07/03/2017	Common Stock	308
Stock Option (Right to Buy)	\$ 27.3	03/23/2017		M		1,936		<u>(3)</u>	07/17/2018	Common Stock	1,936
Stock Option (Right to Buy)	\$ 22.61	03/23/2017		M		1,232		<u>(3)</u>	07/17/2019	Common Stock	1,232
Stock Option (Right to Buy)	\$ 25.88	03/23/2017		M		1,000		<u>(3)</u>	07/22/2020	Common Stock	1,000
Stock Option	\$ 26.46	03/23/2017		M		2,000		<u>(3)</u>	07/30/2020	Common Stock	2,000

(Right to
Buy)

Stock

Option (Right to Buy)	\$ 34.18	03/23/2017	M	2,600	<u>(3)</u>	07/21/2021	Common Stock	2,600
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hansen J. Michael 6800 CINTAS BLVD. CINCINNATI, OH 45262			VP & CFO	

Signatures

/s/ F. Mark Reuter as Attorney in Fact for J. Michael
Hansen

03/23/2017

__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).

- The reported price is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$125.68 to \$125.75 per share. The Reporting Person undertakes to provide full pricing information to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange commission upon request.
- (1) The options vest one-fifth per year on the fifth, sixth, seventh, eighth and ninth anniversary of the date of grant.
- (2) The option vest one-third on the third anniversary of the grant date, one-third on the fourth anniversary of the grant date and one-third on the fifth anniversary of the grant date.
- (3)

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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