

PALL CORP
 Form 3
 October 02, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * Â Rouse Angelina (Last) (First) (Middle) C/O PALL CORPORATION,Â 25 HARBOR PARK DRIVE (Street) PORT WASHINGTON,Â NYÂ 11050 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 09/23/2014	3. Issuer Name and Ticker or Trading Symbol PALL CORP [PLL]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Corporate Controller & CAO	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	457.98	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	07/14/2014	07/14/2017	Common Stock	295	\$ 36.64	D	Â
Employee Stock Option (Right to Buy)	07/13/2014	07/13/2018	Common Stock	287	\$ 55.67	D	Â
Employee Stock Option (Right to Buy)	07/13/2015	07/13/2018	Common Stock	288	\$ 55.67	D	Â
Employee Stock Option (Right to Buy)	01/18/2014	01/18/2019	Common Stock	318	\$ 59.75	D	Â
Employee Stock Option (Right to Buy)	01/18/2015	01/18/2019	Common Stock	317	\$ 59.75	D	Â
Employee Stock Option (Right to Buy)	01/18/2016	01/18/2019	Common Stock	318	\$ 59.75	D	Â
Employee Stock Option (Right to Buy)	01/16/2014	01/16/2020	Common Stock	427	\$ 64.8	D	Â
Employee Stock Option (Right to Buy)	01/16/2015	01/16/2020	Common Stock	428	\$ 64.8	D	Â
Employee Stock Option (Right to Buy)	01/16/2016	01/16/2020	Common Stock	427	\$ 64.8	D	Â
Employee Stock Option (Right to Buy)	01/16/2017	01/16/2020	Common Stock	428	\$ 64.8	D	Â
Employee Stock Option (Right to Buy)	12/11/2014	12/11/2020	Common Stock	997	\$ 82.47	D	Â
Employee Stock Option (Right to Buy)	12/11/2015	12/11/2020	Common Stock	997	\$ 82.47	D	Â
Employee Stock Option (Right to Buy)	12/11/2016	12/11/2020	Common Stock	997	\$ 82.47	D	Â
Restricted Stock Units	07/13/2015	07/13/2015	Common Stock	701.39	\$ <u>(1)</u>	D	Â
Restricted Stock Units	01/18/2016	01/18/2016	Common Stock	769.03	\$ <u>(1)</u>	D	Â
Restricted Stock Units	12/11/2016	12/11/2016	Common Stock	606.96	\$ <u>(1)</u>	D	Â
Restricted Stock Units	01/16/2017	01/16/2017	Common Stock	1,013.94	\$ <u>(1)</u>	D	Â
Bonus Units	10/05/2016	10/05/2016	Common Stock	3,348.42 <u>(2)</u>	\$ <u>(3)</u>	D	Â
Bonus Units	10/04/2017	10/04/2017	Common Stock	4,293.49 <u>(4)</u>	\$ <u>(3)</u>	D	Â

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After Tax Units	02/08/2015	02/08/2015	Common Stock	1,986.08 (5)	\$ (3)	D	Â
After Tax Units	10/07/2015	10/07/2015	Common Stock	3,932.12 (6)	\$ (3)	D	Â
Base Salary Units	01/31/2016	01/31/2016	Common Stock	290.64 (7)	\$ (3)	D	Â
Base Salary Units	07/31/2016	07/31/2016	Common Stock	2,157.71 (8)	\$ (3)	D	Â
Base Salary Units	01/31/2017	01/31/2017	Common Stock	1,804.58 (9)	\$ (3)	D	Â
Base Salary Units	07/31/2017	07/31/2017	Common Stock	1,763.28 (10)	\$ (3)	D	Â
Base Salary Units	01/31/2018	01/31/2018	Common Stock	1,644.78 (11)	\$ (3)	D	Â
Base Salary Units	07/31/2018	07/31/2018	Common Stock	1,728.51 (12)	\$ (3)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rouse Angelina C/O PALL CORPORATION 25 HARBOR PARK DRIVE PORT WASHINGTON, NY 11050	Â	Â	Â Corporate Controller & CAO	Â

Signatures

/s/ Adam Mandelbaum as Attorney-in-Fact for Angelina Rouse 10/02/2014

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 Units will vest and become convertible into shares of Common Stock of the Issuer on a one-for-one basis on the date shown in Column 2, provided the Reporting Person is still employed by the Issuer or a subsidiary on that date. If employment terminates sooner, the Units will be forfeited unless termination of employment occurs because of death, disability or retirement, or following a change in control, in any of which events the Units may vest in whole or in part.
 - (2) Includes 1674.208 matching units granted by the Issuer for which the price in Column 4 was not paid.
 - (3) The Units will vest and become convertible into shares of Common Stock of the Issuer on a one-for-one basis on the date shown in Column 2, subject to adjustments if the Reporting Person's employment with the Issuer terminates under certain circumstances prior to the date shown in Column 2.
 - (4) Includes 2146.744 matching units granted by the Issuer for which the price in Column 4 was not paid.
 - (5) Includes 993.04 matching units granted by the Issuer for which the price in Column 4 was not paid.

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- (6) Includes 1966.06 matching units granted by the Issuer for which the price in Column 4 was not paid.
- (7) Includes 145.319 matching units granted by the Issuer for which the price in Column 4 was not paid.
- (8) Includes 1078.855 matching units granted by the Issuer for which the price in Column 4 was not paid.
- (9) Includes 902.292 matching units granted by the Issuer for which the price in Column 4 was not paid.
- (10) Includes 881.639 matching units granted by the Issuer for which the price in Column 4 was not paid.
- (11) Includes 822.392 matching units granted by the Issuer for which the price in Column 4 was not paid.
- (12) Includes 864.256 matching units granted by the Issuer for which the price in Column 4 was not paid.

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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