Peiffer Jack O Form 3 May 04, 2010

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 *

Peiffer Jack O

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

05/04/2010

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

DOUGLAS DYNAMICS, INC [PLOW]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O DOUGLAS DYNAMICS, INC., 7777 NORTH 73RD ST.

(Street)

10% Owner _X_ Director Officer _Other (give title below) (specify below)

(Check all applicable)

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One

Reporting Person

MILWAUKEE, WIÂ 53223

(City) (State) (Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities

Beneficially Owned (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

Ownership Form: Direct (D)

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

or Indirect (I) (Instr. 5)

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

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Expiration Exercisable Date

Title Amount or Number of

Shares

Derivative Security

Direct (D) or Indirect (I)

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(Instr. 5)

Employee Stock Option (right to buy)

(1)

Common 04/25/2014 Stock

48,972 (2) \$ 4.21

Â D

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Peiffer Jack O

C/O DOUGLAS DYNAMICS, INC. 7777 NORTH 73RD ST.

ÂX

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MILWAUKEE, WIÂ 53223

Signatures

/s/ Timothy J. Hart as Attorney-in-Fact for Jack Peiffer

05/04/2010

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**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) These options are fully vested and can be exercised at any time.
- The number of shares of Common Stock underlying the reported options reflects a 23.75 for 1 stock split of the Issuer's Common Stock **(2)** that will become effective immediately prior to the consummation of the Issuer's initial public offering of its Common Stock.

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Remarks:

A power of attorney on behalf of Mr. Peiffer is attached hereto as Exhibit 24.

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.

Reporting Owners 2