

PALL CORP

Form 4

September 11, 2013

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 *
Platz Wolfgang

(Last) (First) (Middle)

C/O PALL CORPORATION, 25
HARBOR PARK DRIVE

(Street)

PORT WASHINGTON, NY 11050

(City) (State) (Zip)

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

PALL CORP [PLL]

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

09/09/2013

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)

President, Pall Europe

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	09/09/2013		M		1,215	A	\$ 48.72
Common Stock	09/09/2013		S		503	D	\$ 72.08
Common Stock	09/09/2013		S		319	D	\$ 72.09
Common Stock	09/09/2013		S		97	D	\$ 72.11
Common Stock	09/09/2013		S		296	D	\$ 72.12
							9,996.53
							9,493.53
							9,174.53
							9,077.53
							8,781.53
							D
							D
							D
							D
							D

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Common Stock	09/09/2013	M	535	A	\$ 48.72	9,316.53	D
Common Stock	09/09/2013	M	1,217	A	\$ 39.02	10,533.53	D
Common Stock	09/09/2013	S	617	D	\$ 72.07	9,916.53	D
Common Stock	09/09/2013	S	600	D	\$ 72.09	9,316.53	D
Common Stock	09/09/2013	M	933	A	\$ 39.02	10,249.53	D

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

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SEC 1474
(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 (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
Employee Stock Options (Rights to Buy)	\$ 39.02	09/09/2013		M	1,217	<u>(1)</u> 07/15/2015	Common Stock	1,217
Employee Stock Options (Rights to Buy)	\$ 39.02	09/09/2013		M	933	<u>(1)</u> 07/15/2015	Common Stock	933
Employee Stock Options (Rights to Buy)	\$ 48.72	09/09/2013		M	1,215	<u>(1)</u> 07/17/2014	Common Stock	1,215

Employee Stock Options (Rights to Buy)	\$ 48.72	09/09/2013	M	535	<u>(1)</u>	07/17/2014	Common Stock	535
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Platz Wolfgang C/O PALL CORPORATION 25 HARBOR PARK DRIVE PORT WASHINGTON, NY 11050			President, Pall Europe	

Signatures

/s/ Cherita Thomas as Attorney-in-Fact for Wolfgang Platz	09/11/2013
<u> </u> 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 stock option grant has a graded vesting schedule. The Date Exercisable varied for each vesting tranche.

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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