

CINTAS CORP
Form 4
July 22, 2016

FORM 4

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

OMB APPROVAL

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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

(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)
07/20/2016

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 Price (D)					
Common Stock	07/20/2016		M		3,000	A	\$ 35.99	810,859	D	
Common Stock	07/20/2016		M		4,500	A	\$ 38.74	815,359	D	
Common Stock	07/20/2016		M		3,400	A	\$ 27.88	818,759	D	
Common Stock	07/20/2016		M		3,350	A	\$ 24.41	822,109	D	
Common Stock								9,376,387	I	By Limited Liability Limited

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Common Stock	3,912,800 ⁽²⁾	I	Partnership ⁽¹⁾ By Limited Liability Company ⁽¹⁾
Common Stock	723,669	I	By Trusts
Common Stock	83,880	I	By Limited Partnership
Common Stock	4,038	I	By Spouse
Common Stock	1,132	I	By ESOP

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

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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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 35.99	07/20/2016		M	3,000	⁽³⁾ 07/24/2016	Common Stock	3,000	
Stock Option (Right to Buy)	\$ 38.74	07/20/2016		M	4,500	⁽⁴⁾ 07/23/2017	Common Stock	4,500	
Stock Option (Right to Buy)	\$ 27.88	07/20/2016		M	3,400	⁽⁵⁾ 07/21/2018	Common Stock	3,400	

Buy)

Stock

Option (Right to Buy)	\$ 24.41	07/20/2016		M	3,350	<u>(6)</u>	07/27/2019	Common Stock	3,350
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FARMER SCOTT D 6847 CINTAS BOULEVARD SUITE 120 MASON, OH 45040	X	X	Chief Executive Officer	

Signatures

/s/ Scott D.
Farmer

07/22/2016

**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 this pecuniary interest therein.
- Effective July 20, 2016, Mr. Farmer ceased being the manager of a limited liability company that beneficially owns 3,947,200 shares.
- (2) Accordingly, Mr. Farmer ceased having beneficial ownership of such shares. The 3,947,200 shares are reported by Richard T. Farmer on his beneficial ownership reports.
- (3) Options granted pursuant to the 2005 Equity Compensation Plan. The option vests in five equal annual installments beginning 7/24/2011.
- (4) Options granted pursuant to the 2005 Equity Compensation Plan. The option vests in five equal annual installments beginning 7/23/2012.
- (5) Options granted pursuant to the 2005 Equity Compensation Plan. The option vests in three equal annual installments beginning 7/21/2011.
- (6) Options granted pursuant to the 2005 Equity Compensation Plan. The option vests in three equal annual installments beginning 7/27/2012.

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.