

CINTAS CORP

Form 4

April 14, 2016

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Holloman James Phillip

(Last) (First) (Middle)

P.O. BOX 625737

(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)

04/12/2016

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 below) ____ Other (specify below)

President and COO

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 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)
Common Stock	04/12/2016		M	V Amount (A) or (D) Price 5,650 A \$ 89.83	105,408	D	
Common Stock	04/12/2016		M	13,726 A \$ 89.83	119,134	D	
Common Stock	04/14/2016		G	V 448 D \$ 0 ⁽¹⁾	118,686	D	
Common Stock	04/14/2016		S	19,376 D \$ 90.49 ⁽²⁾	99,310	D	
Common Stock					2,627	I	401(k)

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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. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 36.08	04/12/2016		M	5,650	<u>(3)</u> 07/17/2016	Common Stock	5,650
Stock Option (Right to Buy)	\$ 25.88	04/12/2016		M	13,726	<u>(4)</u> 07/22/2020	Common Stock	13,726

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Holloman James Phillip P.O. BOX 625737 CINCINNATI, OH 45262	President and COO

Signatures

/s/ F. Mark Reuter, as Attorney-in-Fact for James Phillip
Holloman

04/14/2016

__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) These shares were given as a bona fide gift.

(2) The reported price is a weighted average price. These shares were sold in multiple transactions ranging from \$90.15 to \$90.65. The Reporting Person undertakes to provide full pricing information to the issuer, any security holder of the issuer, or the staff of the

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Securities and Exchange Commission upon request.

- (3) The option vests in five equal annual installments beginning on July 17, 2011.
- (4) The option vests as follows: 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.

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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