

STEVENS DONALD
Form 4
January 26, 2010

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 *
STEVENS DONALD

(Last) (First) (Middle)
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)
01/22/2010

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)
President

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)
				(A) or (D)	Price		
Common Stock	01/22/2010		S	127	D \$ 36.14	66,674.376	D
Common Stock	01/22/2010		S	64	D \$ 36.17	66,610.376	D
Common Stock	01/22/2010		S	64	D \$ 36.19	66,546.376	D
Common Stock	01/22/2010		S	255	D \$ 36.2	66,291.376	D
Common Stock	01/22/2010		S	63	D \$ 36.21	66,228.376	D

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Common Stock	01/22/2010	S	64	D	\$ 36.23	66,164.376	D
Common Stock	01/22/2010	S	128	D	\$ 36.235	66,036.376	D
Common Stock	01/22/2010	S	63	D	\$ 36.3	65,973.376	D
Common Stock	01/22/2010	S	893	D	\$ 36.34	65,080.376	D
Common Stock	01/22/2010	S	379	D	\$ 36.35	64,701.376	D
Common Stock	01/22/2010	S	3	D	\$ 36.36	64,698.376	D
Common Stock	01/22/2010	S	191	D	\$ 36.37	64,507.376	D
Common Stock	01/22/2010	S	198	D	\$ 36.38	64,309.376	D
Common Stock	01/22/2010	S	255	D	\$ 36.39	64,054.376	D
Common Stock	01/22/2010	S	64	D	\$ 36.4	63,990.376	D
Common Stock	01/22/2010	S	281	D	\$ 36.41	63,709.376	D
Common Stock	01/22/2010	S	64	D	\$ 36.44	63,645.376	D
Common Stock	01/22/2010	S	128	D	\$ 36.47	63,517.376	D
Common Stock	01/22/2010	S	319	D	\$ 36.48	63,198.376	D
Common Stock	01/22/2010	S	128	D	\$ 36.49	63,070.376	D
Common Stock	01/22/2010	S	510	D	\$ 36.5	62,560.376	D
Common Stock	01/22/2010	S	128	D	\$ 36.51	62,432.376	D
Common Stock	01/22/2010	S	191	D	\$ 36.52	62,241.376	D
Common Stock	01/22/2010	S	128	D	\$ 36.53	62,113.376	D
Common Stock	01/22/2010	S	64	D	\$ 36.56	62,049.376	D

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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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STEVENS DONALD 25 HARBOR PARK DRIVE PORT WASHINGTON, NY 11050			President	

Signatures

/s/ Jeff Molin as Attorney-in-Fact for Donald Stevens
 **Signature of Reporting Person
 01/26/2010
 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).
- 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.