

FARMER SCOTT D

Form 4

December 26, 2012

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 *
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)

12/21/2012

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 (D) Price			
Common Stock	12/21/2012		M		6,000	A \$ 35.99	679,593	D	
Common Stock	12/21/2012		M		1,500	A \$ 38.74	681,093	D	
Common Stock	12/21/2012		M		6,600	A \$ 27.88	687,693	D	
Common Stock	12/21/2012		M		1,650	A \$ 24.41	689,343	D	
Common Stock	12/21/2012		M		50,000	A \$ 39.29	739,343	D	

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Common Stock	12/21/2012	F	47,179	D	\$ 39.29	692,164	D	
Common Stock						17,386,387	I	By Limited Liability Limited Partnership ⁽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						1,054	I	By ESOP

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	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 35.99	12/21/2012		M		6,000		<u>(2)</u>	07/24/2016	Common Stock	6,000
Stock Options (Right to Buy)	\$ 38.74	12/21/2012		M		1,500		<u>(3)</u>	07/23/2017	Common Stock	1,500
Stock Options (Right to Buy)	\$ 27.88	12/21/2012		M		6,600		<u>(4)</u>	07/21/2018	Common Stock	6,600

Buy)

Stock

Options (Right to Buy)	\$ 24.41	12/21/2012	M	1,650	<u>(5)</u>	07/27/2019	Common Stock	1,650
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Stock

Options (Right to Buy)	\$ 39.29	12/21/2012	M	50,000	<u>(6)</u>	07/29/2013	Common Stock	50,000
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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

12/26/2012

 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 his pecuniary interest therein.
- (2) The options vests in five equal annual installments beginning on 07/24/2011.
- (3) The options vests in five equal annual installments beginning on 07/23/2012.
- (4) The options vests 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.
- (5) The options vests 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.
- (6) The options vests in five equal annual installments beginning on 07/29/2008.

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.