

CINTAS CORP
Form SC 13D/A
July 22, 2016

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13D

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO
RULE 13d-1(a) AND AMENDMENTS THERETO
FILED PURSUANT TO RULE 13d-2(a)

(Amendment No. 6)

Cintas Corporation

(Name of Issuer)

Common Stock

(Title of Class of Securities)

172908 10 5

(CUSIP Number)

F. Mark Reuter, Esq.

Keating Muething & Klekamp PLL

One East Fourth Street, 14th Floor

Cincinnati, Ohio 45202

(513) 579-6469

(Name, Address and Telephone Number of Person

Authorized to Receive Notices and Communications)

July 20, 2016

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Sec.240.13d-7 for other parties to whom copies are to be sent.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 172908 10 5 Page 2 of 6 Pages

1 NAME OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

2 Scott D. Farmer
 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

3 (a)
 (b)
 SEC USE ONLY

4 SOURCE OF FUNDS*

5 Not Applicable
 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

7 United States of America
 SOLE VOTING POWER

8 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

10 SHARED VOTING POWER

15,052,316 – see item 5

15,052,316 – see item 5

SHARED DISPOSITIVE

POWER

0

11 AGGREGATE AMOUNT
BENEFICIALLY OWNED
BY EACH REPORTING
PERSON

12 15,052,316 – see item 5
CHECK BOX IF THE
AGGREGATE AMOUNT
IN ROW (11) EXCLUDES
CERTAIN SHARES*

13 PERCENT OF CLASS
REPRESENTED BY
AMOUNT IN ROW (11)
14.4%

14 TYPE OF REPORTING
PERSON*

IN

CUSIP No. 172908 10 5 Page
3 of 6
Pages

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF
ABOVE PERSONS (ENTITIES ONLY)

Summer Hill Partners, LLLP – 27-0228576
CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP*

2 (a)
(b)
3 SEC USE ONLY

4 SOURCE OF FUNDS*

Not Applicable
5 CHECK BOX IF DISCLOSURE OF
LEGAL PROCEEDINGS IS REQUIRED
PURSUANT
TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF
ORGANIZATION

Delaware

7 SOLE
VOTING
POWER

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 9

9,376,387 – see
item 5
SHARED
VOTING
POWER

BY EACH REPORTING PERSON WITH 9

0
SOLE
DISPOSITIVE
POWER

10

9,376,387 – see
item 5

SHARED
DISPOSITIVE
POWER

0

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

11

9,376,387 – see item 5

CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES*

12

PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (11)

13

8.8%

TYPE OF REPORTING PERSON*

14

IN

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Pages

1 NAME OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE
PERSONS (ENTITIES ONLY)

Summer Hill Partners II, LLC – 46-3242520
CHECK THE APPROPRIATE BOX IF A
MEMBER OF A GROUP*

2 (a)
(b)
3 SEC USE ONLY

4 SOURCE OF FUNDS*
Not Applicable
5 CHECK BOX IF DISCLOSURE OF
LEGAL PROCEEDINGS IS REQUIRED
PURSUANT
TO ITEM 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF
ORGANIZATION
Delaware

7 SOLE
VOTING
POWER
3,912,800 – see
item 5
SHARED
VOTING
POWER

NUMBER
OF
SHARES
BENEFICIALLY
OWNED
BY
EACH ⁹
REPORTING
PERSON
WITH
10

0
SOLE
DISPOSITIVE
POWER
3,912,800 - see
item 5
SHARED
DISPOSITIVE
POWER

11

AGGREGATE AMOUNT BENEFICIALLY
OWNED BY EACH REPORTING PERSON

3,912,800 – see item 5

12 CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES*

PERCENT OF CLASS REPRESENTED BY
AMOUNT IN ROW (11)

13 3.7%

TYPE OF REPORTING PERSON*

14 IN

This Amendment No. 6 (this "Amendment") amends and supplements the Statement on Schedule 13D (filed on or about June 11, 2009, as amended by Amendment No. 1 filed on or about May 4, 2011, Amendment No. 2 filed on or about February 8, 2013, Amendment No. 3 filed on or about August 2, 2013, Amendment No. 4 filed on or about November 4, 2014 and Amendment No. 5 filed on or about August 10, 2015 (the "Schedule 13D") relating to the shares of the common stock, no par value per share (the "Common Stock"), of Cintas Corporation, a Washington corporation whose principal executive offices are located at 6800 Cintas Boulevard, Cincinnati, Ohio 45262-5737 (the "Issuer"), previously filed by Scott D. Farmer and Summer Hill Partners, LLLP who, along with Summer Hill Partners II, LLC are hereinafter collectively referred to as the "Reporting Persons."

Unless otherwise indicated, all capitalized terms used herein shall have the meanings given to them in the Schedule 13D, and unless amended or supplemented hereby, all information previously filed remains in effect.

Item 5. Interest in Securities of Issuer.

Item 5 is hereby amended as follows:

- (a) See Items 11 and 13 on page 2 of this Schedule 13D.
- (b) See Items 7, 9 and 11 on page 2 of this Schedule 13D.

(c) No transactions in Cintas Stock were effected during the past 60 days except as follows: (1) On July 20, 2016, Mr. Farmer exercised the following stock options: (i) 3,000 options at an exercise price of \$35.99, (ii) 4,500 options at an exercise price of \$38.74, (iii) 3,400 options at an exercise price of \$27.88, and (iv) 3,350 options at an exercise price of \$24.41; and (2) Effective July 20, 2016, Mr. Farmer ceased being the manager of Summer Hill Partners III, LLC which beneficially owns 3,947,200 shares, and Mr. Farmer therefore ceased having beneficial ownership of such shares. The 3,947,200 shares of Summer Hill Partners III, LLC are reported by Richard T. Farmer on his beneficial ownership reports.

The shares of Cintas Common Stock in 5(a) and 5(b) above include 826,147 shares held directly by Mr. Farmer and his spouse; 128,301 stock options held by Mr. Farmer that are exercisable within 60 days; 807,549 shares held indirectly by Mr. Farmer through a limited partnership and through trusts for the benefit of Mr. Farmer and members of his immediate family over which Mr. Farmer serves as trustee; 1,132 shares held in the Issuer's employee stock ownership plan; and 9,376,387 shares held by Summer Hill Partners, LLLP and 3,912,800 shares held by Summer Hill Partners II, LLC. While Mr. Farmer may be deemed to have or share voting or dispositive power with respect to shares owned by Summer Hill Partners, LLLP and Summer Hill Partners II, LLC, he disclaims beneficial ownership of such shares of Cintas Common Stock except to the extent of his pecuniary interest in such shares.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, correct and complete.

Dated: July 22, 2016

/s/ Scott D. Farmer

Name: SCOTT D. FARMER

SUMMER HILL PARTNERS, LLLP

By: /s/ Scott D. Farmer
Scott D. Farmer, on behalf of the General Partner

SUMMER HILL PARTNERS II, LLC

By: /s/ Scott D. Farmer
Scott D. Farmer, Manager