

DOVER CORP  
Form 8-K  
November 12, 2009

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported): November 5, 2009**

**DOVER CORPORATION**  
(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or other Jurisdiction  
of Incorporation)

**1-4018**  
(Commission File Number)

**53-0257888**  
(I.R.S. Employer  
Identification No.)

**280 Park Avenue**  
**New York, NY 10017**  
(Address of Principal Executive Offices)

**(212) 922-1640**  
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On November 5, 2009, Dover Corporation (the Corporation ) approved certain amendments to its Supplemental Executive Retirement Plan (the SERP ) effective January 1, 2010 to provide greater consistency with the Dover Corporation Pension Plan, a tax-qualified defined benefit pension plan (the Pension Plan ).

The amended SERP will be renamed the Pension Replacement Plan (the PRP ). Benefits accrued under the SERP formula through December 31, 2009 will be maintained. However, benefits accrued under the PRP before offsets after January 1, 2010 will be reduced to the benefits determined using the same benefit formula as under the Pension Plan, except that the Internal Revenue Code s limits on compensation and benefits applicable to tax-qualified pension plans will not apply. In addition, the minimum age at which a participant may retire and receive unreduced benefits under the PRP will be increased to 65 from 62 for benefits accrued after January 1, 2011.

Employees within the Dover group will be eligible to participate in the PRP if they hold certain positions within the group, are U.S. taxpayers and earn more than 10% above the Internal Revenue Code s compensation limits for tax-qualified pension plans. Each SERP participant as of December 31, 2009 will continue as a participant in the PRP. Benefits under the PRP may be forfeited if an employee engages in conduct that constitutes cause as defined in the PRP.

---

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

Date: November 12, 2009

**DOVER CORPORATION**

(Registrant)

By: /s/ Joseph W. Schmidt

Joseph W. Schmidt

Vice President, General Counsel &

Secretary