

KILLINGSTAD CHRIS

Form 4

April 11, 2018

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 *
KILLINGSTAD CHRIS

(Last) (First) (Middle)

C/O TENNANT COMPANY, 701 N. LILAC DRIVE

(Street)

MINNEAPOLIS, MN 55422

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TENNANT CO [TNC]

3. Date of Earliest Transaction (Month/Day/Year)
04/09/2018

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 and CEO

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 04/09/2018 | | M | 26,564 A | \$ 10.08 176,100 | D | |
| Common Stock | 04/09/2018 | | S ⁽¹⁾ | 26,564 D | \$ 68.2538 149,846 | D | |
| Common Stock | 04/10/2018 | | M | 17,708 A | \$ 10.08 167,554 | D | |
| Common Stock | 04/10/2018 | | S ⁽¹⁾ | 17,708 D | \$ 68.9912 149,846 | D | |
| | | | | | 3,655 | I | |

Common
Stock

By ESOP
& Profit
Sharing

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (right to buy) | \$ 10.08 | 04/09/2018 | | M | 26,564 | 02/27/2010 | 02/27/2019 | Common Stock | 26,564 |
| Stock Option (right to buy) | \$ 10.08 | 04/10/2018 | | M | 17,708 | 02/27/2010 | 02/27/2019 | Common Stock | 17,708 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KILLINGSTAD CHRIS C/O TENNANT COMPANY 701 N. LILAC DRIVE MINNEAPOLIS, MN 55422 | X | | President and CEO | |

Signatures

/s/Jeffrey L. Cotter, Attorney-in-Fact for Chris Killingstad

04/11/2018

__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) The stock option exercises and sale transactions reported on this form are program transactions pursuant to a Rule 10b5-1 plan, under the Securities Exchange Act of 1934, as amended.

The price reported in Column 4 is weighted average price. These shares were sold in multiple transactions at prices ranging from \$67.60 to \$68.70, inclusive. The reporting person undertakes to provide to Tennant Company, any security holder of Tennant Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares at each separate price within the ranges set forth.
- (2) The price reported in Column 4 is weighted average price. These shares were sold in multiple transactions at prices ranging from \$68.25 to \$69.35, inclusive. The reporting person undertakes to provide to Tennant Company, any security holder of Tennant Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares at each separate price within the ranges set forth.
- (3) The price reported in Column 4 is weighted average price. These shares were sold in multiple transactions at prices ranging from \$68.25 to \$69.35, inclusive. The reporting person undertakes to provide to Tennant Company, any security holder of Tennant Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares at each separate price within the ranges set forth.

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.