

DYBSKY THOMAS  
Form 4  
February 07, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**DYBSKY THOMAS**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**701 NORTH LILAC DR.**

3. Date of Earliest Transaction (Month/Day/Year)  
**02/03/2012**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**VP, Administration**

(Street)  
**MINNEAPOLIS, MN 55422**

4. If Amendment, Date Original Filed(Month/Day/Year)

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                    | 02/03/2012                           |  | M <sup>(1)</sup>               | 5,696 A \$ 36.68  | 12,462  | D  |   |
| Common Stock                    | 02/03/2012                           |  | M <sup>(1)</sup>               | 2,837 A \$ 36.68  | 15,299  | D  |   |
| Common Stock                    | 02/03/2012                           |  | S <sup>(1)</sup>               | 8,533 D \$ 39.8658  | 6,766   | D  |   |
| Common Stock                    |                                      |  |                                |   | 3,400.2391  | I  | ESOP & Profit Sharing                                 |



## Edgar Filing: DYBSKY THOMAS - Form 4

The stock option exercises and sale reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 9, 2011.

- (2) Reflects the weighted average price of 8,533 shares of Common Stock of Tennant Company sold by the reporting person in multiple transactions on February 3, 2012 with sale prices ranging from \$39.42 to \$39.95. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

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.