

Adamson Mark
Form 3
May 04, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Adamson Mark
(Last) (First) (Middle)

C/O DOUGLAS DYNAMICS, INC., 7777 NORTH 73RD ST.

(Street)

MILWAUKEE, WI 53223

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
05/04/2010

3. Issuer Name and Ticker or Trading Symbol
DOUGLAS DYNAMICS, INC [PLOW]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
VP, Sales and Marketing

5. 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 Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable Date Expiration Date

Title Amount or Number of Shares

(Instr. 5)

Employee Stock Option (right to buy)	Â (1)	08/27/2017	Common Stock	118,750 (2)	\$ 4.21	D	Â
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Adamson Mark C/O DOUGLAS DYNAMICS, INC. 7777 NORTH 73RD ST. MILWAUKEE, WI 53223	Â	Â	Â VP, Sales and Marketing	Â

Signatures

/s/ Timothy J. Hart as Attorney-in-Fact for Mark Adamson	05/04/2010
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__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 option is exercisable at any time in respect of 47,500 of the underlying shares. Of the other 71,250 underlying shares, 23,750 will vest and become exercisable on each of August 27, 2010, August 27, 2011, and August 27, 2012.
- (2) The number of shares of Common Stock underlying the options reported reflects a 23.75 for 1 stock split of the Issuer's Common Stock that will become effective immediately prior to the consummation of the Issuer's initial public offering of its Common Stock.

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Remarks:

AA powerA ofA attorneyA onA behalfA ofA Mr.A AdamsonA isA attachedA heretoA asA ExhibitA 24.

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.