## Edgar Filing: Ahlers David M - Form 4

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Form 4										
February 19	ЛЛ						-	PPROVAL		
	UNITED	STATES SE	CURITIES A Washington,			COMMISSIO	N OMB Number:	3235-0287		
Check t if no loi subject Section Form 4	nger <b>STATEN</b> to 16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								
Form 5 obligati may con <i>See</i> Inst 1(b).	ons fitinue. Section 17	response 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 <u>*</u> Ahlers David M			Issuer Name and nbol ACO INC [G		Trading	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (		Date of Earliest Tr	-		(Check all applicable)				
88 11TH AVENUE NE			onth/Day/Year) /15/2013			Director       10% Owner         Officer (give title       Other (specify below)         below)       below)         Vice President Human Resources				
	(Street)		f Amendment, Da d(Month/Day/Year	-	1	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
MINNEAF	POLIS, MN 55413	3				Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Table I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date any (Month/Day/Ye	Code	4. Securit nAcquired Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	or (D) Price	Transaction(s) (Instr. 3 and 4)				
Reminder: Re	port on a separate line	e for each class o	f securities benef	icially ow	ned directly of	or indirectly.				
						pond to the colle ained in this forn		SEC 1474 (9-02)		

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 Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securiti
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/D	ay/Year)	(Instr. 8)	Acquire or Dispo (D) (Instr. 3 and 5)	osed of				
					Code V	7 (A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Non-qualified Stock Option (Right to Buy)	\$ 58.74	02/15/2013			А	18,000	)	(1)	02/15/2023	Common Stock	18,0
Reporting Owners											
Reporting Owner	r Name / Addres	SS		Rel	ationship	s					
		Director	10% Owner	Officer				Othe	er		
Ahlers David M 88 11TH AVE				Vice F	Presiden	t Human	Resou	urces			

## MINNEAPOLIS, MN 55413 Signatures

/s/ Carrie Daniel Russell, Attorney-in-Fact for David M. Ahlers

\*\*Signature of Reporting Person

02/19/2013 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) Employee stock option granted pursuant to the Graco Inc. 2010 Stock Incentive Plan in transaction exempt under Rule 16b-3. The stock option becomes exercisable in four equal annual installments, commencing one year after the date of the grant.

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.