

Villa Linda
Form 3
October 05, 2012

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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Villa Linda | | (Month/Day/Year) | PALL CORP [PLL] | |
| (Last) | (First) | (Middle) | 09/25/2012 | |
| C/O PALL CORPORATION,Â 25 HARBOR PARK DRIVE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | (Check all applicable) | | | |
| | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner | | |
| | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other | | |
| | (give title below) (specify below) | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | Chief Human Resources Officer | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |
| PORT WASHINGTON,Â NYÂ 11050 | | | | |
| (City) | (State) | (Zip) | | |

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) |
|---------------------------------|---|--|---|
| Common Stock | 0 | D | Â |

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

SEC 1473 (7-02)

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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 | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|
|--|--|---|---|---|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--|------------------|-----------------|--------------|----------------------------|---------------|---------------------------------------|---|
| Employee Stock Options (Rights to Buy) | 07/16/2013 | 07/16/2016 | Common Stock | 1,253 | \$ 28.11 | D | Â |
| Employee Stock Options (Rights to Buy) | 07/14/2013 | 07/14/2017 | Common Stock | 962 | \$ 36.64 | D | Â |
| Employee Stock Options (Rights to Buy) | 07/14/2014 | 07/14/2017 | Common Stock | 963 | \$ 36.64 | D | Â |
| Employee Stock Options (Rights to Buy) | 07/13/2012 | 07/13/2018 | Common Stock | 652 | \$ 55.67 | D | Â |
| Employee Stock Options (Rights to Buy) | 07/13/2013 | 07/13/2018 | Common Stock | 653 | \$ 55.67 | D | Â |
| Employee Stock Options (Rights to Buy) | 07/13/2014 | 07/13/2018 | Common Stock | 652 | \$ 55.67 | D | Â |
| Employee Stock Options (Rights to Buy) | 07/13/2015 | 07/13/2018 | Common Stock | 653 | \$ 55.67 | D | Â |
| Employee Stock Options (Rights to Buy) | 01/18/2013 | 01/18/2019 | Common Stock | 925 | \$ 59.75 | D | Â |
| Employee Stock Options (Rights to Buy) | 01/18/2014 | 01/18/2019 | Common Stock | 925 | \$ 59.75 | D | Â |
| Employee Stock Options (Rights to Buy) | 01/18/2015 | 01/18/2019 | Common Stock | 925 | \$ 59.75 | D | Â |
| Employee Stock Options (Rights to Buy) | 01/18/2016 | 01/18/2019 | Common Stock | 925 | \$ 59.75 | D | Â |
| Restricted Stock Units | 07/16/2013 | 07/16/2013 | Common Stock | 3,018.471 | \$ <u>(1)</u> | D | Â |
| Restricted Stock Units | 07/14/2014 | 07/14/2014 | Common Stock | 2,273.322 | \$ <u>(1)</u> | D | Â |
| Restricted Stock Units | 02/03/2013 | 02/03/2013 | Common Stock | 4,736.815 | \$ <u>(1)</u> | D | Â |
| Restricted Stock Units | 07/13/2015 | 07/13/2015 | Common Stock | 1,537.402 | \$ <u>(1)</u> | D | Â |
| Restricted Stock Units | 01/18/2016 | 01/18/2016 | Common Stock | 1,071.379 | \$ <u>(1)</u> | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| | Â | Â | Â Chief Human Resources Officer | Â |

Villa Linda
C/O PALL CORPORATION
25 HARBOR PARK DRIVE
PORT WASHINGTON, NY 11050

Signatures

/s/ Cherita Thomas as Attorney-in-Fact for Linda
Villa

10/05/2012

__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 Units will vest and become convertible into shares of Common Stock of the Issuer on a one-for-one basis on the date shown in column 2, provided the Reporting Person is still employed by the Issuer or a subsidiary on that date. If employment terminates sooner, the Units will be forfeited unless termination of employment occurs because of death, disability or retirement, in any of which events the Units may vest in whole or in part.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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