DENVER ANDREW Form 3/A January 11, 2005 UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549 OMB

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person <u>*</u> DENVER ANDREW			2. Date of Event Requirin Statement (Month/Day/Year)	3. Issuer Name and Ticker or Trading Symbol PALL CORP [PLL]				
(Last)	(First)	(Middle)	09/05/2002	4. Relationshi Person(s) to I	ip of Reporting		5. If Amendment, Date Original Filed(Month/Day/Year)	
PALL CORP		N, 2200		(Check	all applicable)	09/12/2002		
(Street) EAST HILLS, NY 11548-1289				Director 10% Owner X_Officer Other (give title below) (specify below) Senior Vice President		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I -	Non-Derivat	tive Securiti	es Be	neficially Owned	
1.Title of Securi (Instr. 4)	ity		2. Amount Beneficiall (Instr. 4)	of Securities y Owned	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nat Owne (Instr.	*	
Common Sto	ock		0		D	Â		
Reminder: Repo owned directly o	-	ate line for ea	ch class of securities benef	cially S	EC 1473 (7-02)		
	inform require	ation conta ed to respo	oond to the collection o ained in this form are no nd unless the form dis MB control number.	ot				

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	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership	
		(Instr. 4)	Price of	Derivative	(Instr. 5)	
		Title	Derivative Security	Security: Direct (D)		

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	04/29/2003	04/30/2012	Common Stock	1,397	\$ 20.605	D	Â
Employee Stock Option (Right to Buy)	04/29/2004	04/30/2012	Common Stock	1,397	\$ 20.605	D	Â
Employee Stock Option (Right to Buy)	04/29/2005	04/30/2012	Common Stock	1,397	\$ 20.605	D	Â
Employee Stock Option (Right to Buy)	04/29/2006	04/30/2012	Common Stock	1,397	\$ 20.605	D	Â
Employee Stock Option (Right to Buy)	04/29/2003	04/28/2012	Common Stock	4,853	\$ 20.605	D	Â
Employee Stock Option (Right to Buy)	04/29/2004	04/28/2012	Common Stock	4,853	\$ 20.605	D	Â
Employee Stock Option (Right to Buy)	04/29/2005	04/28/2012	Common Stock	4,853	\$ 20.605	D	Â
Employee Stock Option (Right to Buy)	04/29/2006	04/28/2012	Common Stock	4,853	\$ 20.605	D	Â

Reporting Owners

Reporting Owner Name / Address			Relationships	ips	
	Director	10% Owner	Officer	Other	
DENVER ANDREW PALL CORPORATION 2200 NORTHERN BLVD EAST HILLS, NY 11548-1289	Â	Â	Senior Vice President	Â	
Signatures					
Mary Ann Bartlett as Attorney-in-Fact for Andrew Denver			01/11/2005		

**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).

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.