SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address MAXWELL N			2. Issuer Name and Ticker or Trading Symbol <u>PARKER HANNIFIN CORP</u> [PH]		ionship of Reporting all applicable) Director		o Issuer 10% Owner	
(Last) (First) (Middle) PARKER-HANNIFIN CORPORATION			3. Date of Earliest Transaction (Month/Day/Year) 05/13/2014	х	Officer (give title below) VP - CTIO		Other (specify below)	
6035 PARKLAND BOULEVARD (Street) CLEVELAND OH 44124-4141 (City) (State) (Zip)			4. If Amendment, Date of Original Filed (Month/Day/Year)	 6. Individual or Joint/Group Filing (Check Applicable Line) X 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	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
			Code V		Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock								4,442.403	I	Parker Retirement Savings Plan
Common Stock	05/13/2014		М		3,897	A	\$76.6334	37,614	D	
Common Stock	05/13/2014		F		2,854	D	\$126.25	34,760	D	
Common Stock	05/13/2014		S		1,043	D	\$126.247(1)	33,717	D	
Common Stock	05/13/2014		М		5,904	A	\$89.04	39,621	D	
Common Stock	05/13/2014		F		4,905	D	\$126.19	34,716	D	
Common Stock	05/13/2014		S		999	D	\$126.23 ⁽²⁾	33,717	D	
Common Stock	05/13/2014		М		11,700	A	\$65.34	45,417	D	
Common Stock	05/13/2014		F		8,683	D	\$126.08	36,734	D	

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

(3-, Pare,,,,															
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Ir 8)		Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Option to Buy	\$76.6334	05/13/2014		М			3,897	09/20/2008	08/10/2014	Common Stock	3,897	\$ <mark>0</mark>	0	D	
Stock Appreciation Right	\$89.04	05/13/2014		М			5,904	01/11/2014	08/09/2015	Common Stock	5,904	\$0	0	D	
Option to Buy with Tandem Stock Appreciation Right	\$65.34	05/13/2014		м			11,700	(3)	08/12/2018	Common Stock	11,700	\$0	0	D	
Stock Appreciation Right	\$126.04	05/13/2014		A		6,064		05/13/2015	08/12/2018	Common Stock	6,064	\$0	6,064	D	

Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$126.220 to \$126.250, inclusive. The reporting person undertakes to provide to Parker-Hannifin Corporation, any security holder of Parker-Hannifin Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote 1 to this Form 4.

2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$126.193 to \$126.240, inclusive. The reporting person undertakes to provide to Parker-Hannifin Corporation, any security holder of Parker-Hannifin Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote 2 to this Form 4.

3. The option with tandem SAR vested in three equal annual installments beginning 8/13/2009.

Remarks:

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Rhoda M. Minichillo, Attorney-in-

05/15/2014

** Signature of Reporting Person Date

Fact

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

 * 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).

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

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 Number.