| OMB APPROVAL |  |
| :--- | ---: |
| OMB Number: | $3235-0104$ |
| Estimated average burden <br> hours per response: | 0.5 |

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


## Explanation of Responses:

1. Each share of phantom stock is the economic equivalent of one share of Parker common stock. The shares of phantom stock will be settled in cash upon termination of his employment, whether voluntary or involuntary, with

Parker.
2. The option vested in two equal installments on $8 / 11 / 2000$ and $8 / 11 / 2001$
3. The option vested in two equal installments on $8 / 8 / 2002$ and $8 / 8 / 2003$
4. The option vested in two equal installments on $8 / 7 / 2003$ and $8 / 7 / 2004$
5. The option vested in two equal installments on $8 / 13 / 2004$ and $8 / 13 / 2005$.
6. The option vested in two equal installments on $8 / 11 / 2005$ and $8 / 11 / 2006$
7. The SAR vests in three equal installments on $8 / 10 / 2006,8 / 10 / 2007$ and $8 / 10 / 2008$
8. The SAR vests in three equal installments on $8 / 16 / 2007,8 / 16 / 2008$ and $8 / 16 / 2009$.

## Remarks:

Joseph R. Leonti, Attorney-in-Fact 11/06/2006
** Signature of Reporting Person Date

