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 of Reporting Person [*] Williams Thomas L				2. Issuer Name and Ticker or Trading Symbol PARKER HANNIFIN CORP [PH]						ationship of Reporting (all applicable) Director	Person(s) to Issue			
(Last) (First) (Middle) PARKER-HANNIFIN CORPORATION			3. Date 08/12/	of Earliest Transaction 2009	on (Montł	h/Day/	Year)	x	Officer (give title below) EVP - Ope		Other (specify below) ting Officer			
6035 PARKLAND BOULEVARD				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				
(Street) CLEVELAND	ОН	44124-4141								Form filed by More than One Reporting		ing Person		
(City)	(State)	(Zip)												
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned														
Date			2. Transaction Date (Month/Day/Year	Execution Date,		tion Istr.	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
					Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		

Common Stock

Common Stock

08/12/2009 **A**⁽¹⁾ 3,639 Α **\$0**⁽¹⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

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)	Code (In	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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	Form: Direct (D)	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 with tandem stock appreciation right	\$49.46	08/12/2009		A		42,763		(3)	08/11/2019	Common Stock	42,763	\$0 ⁽⁴⁾	42,763	D	

Explanation of Responses:

1. Award of restricted stock under the Corporation's 2003 Stock Incentive Plan in a transaction exempt under Rule 16b-3.

2. In June 2009, Mr. Williams transferred the shares he held in the Dividend Reinvestment Plan into a brokerage account resulting in the automatic cash out of his fractional shares in accordance with the Dividend Reinvestment Plan

3. The option with tandem SAR vests in three equal installments on 8/12/2010, 8/12/2011 and 8/12/2012.

4. Granted under the Corporation's 2003 Stock Incentive Plan in a transaction exempt under Rule 16b-3.

Remarks:

Joseph R. Leonti, Attorney-in-Fact 08/13/2009 ** Signature of Reporting Person Date

1,145.773

26,954(2)

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.

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> Parker Retirement

Savings Plan

I

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