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 <u>PARKER HANNIFIN CORP</u> [PH]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) (Mide PARKER-HANNIFIN CORPORATION	3. Date of Earliest Transaction (Month/Day/Year) 11/24/2010	x	Officer (give title below) EVP - Operat	Other (specify below)				
6035 PARKLAND BOULEVARD (Street) CLEVELAND OH 4412 (City) (State) (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv X	dividual or Joint/Group Filing (Check Applicable Line Form filed by One Reporting Person Form filed by More than One Reporting Perso					

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)	7. Nature of Indirect Beneficial Ownership
				Transaction(s) (Instr. 3 and 4)		(Instr. 4)				
Common Stock								1,317.726	I	Parker Retirement Savings Plan
Common Stock	11/24/2010		М		6,499	Α	\$43.7667	38,467	D	
Common Stock	11/24/2010		F		4,756	D	\$81.4	33,711	D	
Common Stock	11/24/2010		М		12,675	Α	\$49.7534	46,386	D	
Common Stock	11/24/2010		F		9,816	D	\$81.4	36,570	D	

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)	4. Transac Code (Ir 8)			ate	d 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 with tandem stock appreciation right	\$43.7667	11/24/2010		м			6,499	(1)	08/09/2015	Common Stock	6,499	\$0	0	D	
Stock Appreciation Right	\$82.29	11/24/2010		A		3,495		11/24/2011	08/09/2015	Common Stock	3,495	\$0	3,495	D	
Option to buy with tandem stock appreciation right	\$49.7534	11/24/2010		М			12,675	(2)	08/15/2016	Common Stock	12,675	\$0	0	D	
Stock Appreciation Right	\$82.29	11/24/2010		A		7,748		11/24/2011	08/15/2016	Common Stock	7,748	\$0	7,748	D	

Explanation of Responses:

1. The option with tandem SAR vested in three equal annual installments beginning 8/10/2006.

2. The option with tandem SAR vested in three equal annual installments beginning 8/16/2007.

Remarks:

Rhoda M. Minichillo, Attorney-in-Fact <u>11/29/2010</u>

Date

** Signature of Reporting Person

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.

