SEC Form 4

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

3235-0287

0.5

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hours per response:

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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 <u>PISTELL TIM</u>	of Reporting Person <sup>*</sup>		2. Issuer Name <b>and</b> 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) (Middle) PARKER-HANNIFIN CORPORATION			3. Date of Earliest Transaction (Month/Day/Year) 02/02/2011	X	Officer (give title below) Executive Vice	Other (specify below)				
6035 PARKLAND BOULEVARD (Street) CLEVELAND OH 44124-4141 (City) (State) (Zip)			4. If Amendment, Date of Original Filed (Month/Day/Year)	<ul> <li>6. Individual or Joint/Group Filing (Check Applicable Line)</li> <li>X Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting Person</li> </ul>						

#### 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 Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount (A) or (D)		Price	(Instr. 3 and 4)		(Instr. 4)	
Common Stock								7,767.937	I	Parker Retirement Savings Plan	
Common Stock								1,954	I	Linda S. Pistell Revocable Trust	
Common Stock	02/02/2011		М		48,450	A	\$60.9334	87,825	D		
Common Stock	02/02/2011		М		27,333	A	\$65.34	115,158	D		
Common Stock	02/02/2011		М		24,968	A	\$49.46	140,126	D		
Common Stock	02/02/2011		F		79,183	D	\$90.45	60,943	D		
Common Stock	02/02/2011		S		21,568	D	\$89.87	39,375	D		
Common Stock	02/02/2011		S		19,000(1)	D	\$90.48	20,375	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)		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 with tandem stock appreciation right	\$60.9334	02/02/2011		М			48,450	(2)	08/14/2017	Common Stock	48,450	\$0	0	D	
Option to buy with tandem stock appreciation right	\$65.34	02/02/2011		М			27,333	(3)	08/12/2018	Common Stock	27,333	\$0	13,667	D	
Option to buy with tandem stock appreciation right	\$49.46	02/02/2011		м			24,968	(4)	08/11/2019	Common Stock	24,968	\$0	49,934	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 \$90.19 to \$90.63, 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 option with tandem SAR vested in three equal annual installments beginning 8/15/2008.

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

4. The option with tandem SAR vests in three equal annual installments beginning 8/12/2010.

Remarks:

Rhoda M. Minichillo, Attorney-in-Fact 02/03/2011

Date

\*\* Signature of Reporting Person

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

 $^{\ast}$  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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