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). Ш

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* <u>Popoff Peter</u> | | | 2. Issuer Name and Ticker or Trading Symbol PARKER HANNIFIN CORP [PH] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | | | | |
|---|---------|------------|---|---|--|--|--|--|--|--|--|
| (Last) PARKER-HAN | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 02/04/2011 | X Officer (give title below) Other (specify below) VP, President-Filtration Group | | | | | | | |
| PARKER-HANNIFIN CORPORATION 6035 PARKLAND BOULEVARD (Street) CLEVELAND OH 44124-4141 (City) (State) (Zip) | | 44124-4141 | 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 | | | | | | | | | | | |

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 | | | | | | | | 9,128.824 | I | Parker Retirement Savings Plan | |
| Common Stock | 02/04/2011 | | М | | 14,610 | Α | \$60.9334 | 19,461 | D | | |
| Common Stock | 02/04/2011 | | D | | 9,892 | D | \$90 | 9,569 | D | | |
| Common Stock | 02/04/2011 | | F | | 1,475 | D | \$90 | 8,094 | D | | |
| Common Stock | 02/04/2011 | | S | | 400 | D | \$90.001 | 7,694 | D | | |
| Common Stock | 02/04/2011 | | S | | 400 | D | \$90.008 | 7,294 | D | | |
| Common Stock | 02/04/2011 | | S | | 1,343 | D | \$90.016 | 5,951 | D | | |
| Common Stock | 02/04/2011 | | S | | 200 | D | \$90.026 | 5,751 | D | | |
| Common Stock | 02/04/2011 | | S | | 500 | D | \$90.031 | 5,251 | D | | |
| Common Stock | 02/04/2011 | | S | | 400 | D | \$90.035 | 4,851 | 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 (In 8) | | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | Derivative | Reported | | 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) | | |
| Stock Appreciation Right | \$60.9334 | 02/04/2011 | | М | | | 14,610 | (1) | 08/14/2017 | Common Stock | 14,610 | \$0 | 0 | D | |

Explanation of Responses:

1. The SAR vests in three equal annual installments beginning 8/15/2008.

Remarks:

Rhoda M. Minichillo, Attorney-in- 02/08/2011

** 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.

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