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

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	RKER-HANNIFIN CORPORATION			ssuer Name and Tick	0		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner						
PARKER-HANNIFIN CORPORATION				Date of Earliest Trans	action (Month/I)ay/Year)	X	Officer (give title below) VP, General C	Other	r (specify v)			
6035 PARKLAND BOULEVARD				Amendment, Date o	of Original Filed	(Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) CLEVELAND	ОН	44124-414	41				X	Form filed by One Form filed by More					
(City)	(State)	(Zip)											
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
1. Title of Security (Instr. 3) 2. Transact			2. Transaction	2A. Deemed	3.	4. Securities Acquired (A) or Disposed 5. Amount of 6. Own			6. Ownership	7. Nature of			

Execution Date, Of (D) (Instr. 3, 4 and 5) Securities Form: Direct Indirect Date Transaction (Month/Day/Year) if any (Month/Day/Year) Beneficially Owned Code (Instr. (D) or Indirect Beneficial (I) (Instr. 4) Following Reported 8) Ownership Transaction(s) (Instr. 4) (A) or (D) (Instr. 3 and 4) v Price Code Amount Parker Retirement Common Stock 7,408,708 I Savings Plan Common Stock 08/14/2013 s 6.333 D \$106.2438(1) 30 242 D Common Stock 08/15/2013 S 4,517 D \$103.7842(2) 25,725 D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Ir 8)		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	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)		
Stock Appreciation Right	\$106.18	08/14/2013		A		17,040		(3)	08/13/2023	Common Stock	17,040	\$0	17,040	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 \$106.22 to \$106.261, 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 price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$103.77 to \$103.812, 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 2 to this Form 4.

3. The SAR vests in three equal annual installments beginning 8/14/2014.

Remarks:

Rhoda M. Minichillo, Attorney-in- 08/15/2013

** 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.

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.