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 [*] Ross Andrew D			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) PARKER-HAN	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/22/2014	X	Officer (give title below) VP, Pres-Enginee	Other (specify below)				
6035 PARKLA (Street) CLEVELAND (City)	ND BOULEVA OH (State)	RD 44124-4141 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv X	ndividual 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-D	erivative Securities Acquired, Disposed of, or Bene	eficially Ow	med					

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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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		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock								2,691.612	I	Parker Retirement Savings Plan		
Common Stock	05/22/2014		М		2,480	Α	\$62.35	5,577	D			
Common Stock	05/22/2014		М		2,987	A	\$69.1	8,564	D			
Common Stock	05/22/2014		F		3,762	D	\$123.35	4,802	D			
Common Stock	05/22/2014		S		1,705	D	\$123.369(1)	3,097	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)		on Derivative Expiration Date tr. Securities (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	\$62.35	05/22/2014		М			2,480	(2)	08/10/2020	Common Stock	2,480	\$0	0	D	
Stock Appreciation Right	\$69.1	05/22/2014		М			2,987	(3)	08/16/2021	Common Stock	2,987	\$0	1,493	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 \$123.361 to \$123.380, 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 SAR vested in three equal annual installments beginning 8/11/2011.

3. The SAR vests in three equal annual installments beginning 8/17/2012.

Remarks:

Rhoda M. Minichillo, Attorney-in- 05/22/2014 Fact

** Signature of Reporting Person Date

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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