

PARKER HANNIFIN CORP
 Form 4
 November 10, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BANKS LEE C

(Last) (First) (Middle)

PARKER-HANNIFIN CORPORATION, 6035 PARKLAND BOULEVARD

(Street)

CLEVELAND, OH 44124-4141

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PARKER HANNIFIN CORP [PH]

3. Date of Earliest Transaction (Month/Day/Year)
11/07/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
EVP - Operating Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 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

| 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) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | | | | (A) or (D) Code V Amount (D) Price | 8,601.238 | I | Parker Retirement Savings Plan |
| Common Stock | | | | | 14,344 | I | Elizabeth K. Banks Revocable Trust |
| Common Stock | | | | | 607 | I | Emily Banks Custodial |

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| | | | | | | | | Account |
|--------------|------------|--|---|--------|---|---------------------------|--------|--------------------------------|
| Common Stock | | | | | | 607 | I | Joseph Banks Custodial Account |
| Common Stock | | | | | | 632 | I | Thomas Banks Custodial Account |
| Common Stock | 11/07/2014 | | M | 35,000 | A | \$ 65.34 | 93,703 | D |
| Common Stock | 11/07/2014 | | F | 26,009 | D | \$ 127.84 | 67,694 | D |
| Common Stock | 11/07/2014 | | M | 12,372 | A | \$ 89.93 | 80,066 | D |
| Common Stock | 11/07/2014 | | F | 10,446 | D | \$ 127.79 | 69,620 | D |
| Common Stock | 11/07/2014 | | S | 1,926 | D | \$ <u>(1)</u> 127.7382 | 67,694 | D |

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

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 control number.

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(9-02)

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. Transaction Code (Instr. 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 Underlying Security (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Option to Buy with Tandem Stock Appreciation Right | \$ 65.34 | 11/07/2014 | | M | 35,000 | <u>(2)</u> | 08/12/2018 | Common Stock |
| | \$ 89.93 | 11/07/2014 | | M | 12,372 | 02/02/2012 | 08/09/2015 | |

| | | | | | | | | |
|--------------------------------|----------|------------|---|--------|------------|------------|--|-----------------|
| Stock Appreciation Right | | | | | | | | Common Stock |
| Stock Appreciation Right | \$ 128.5 | 11/07/2014 | A | 17,889 | 11/07/2015 | 08/12/2018 | | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BANKS LEE C PARKER-HANNIFIN CORPORATION 6035 PARKLAND BOULEVARD CLEVELAND, OH 44124-4141 | | | EVP - Operating Officer | |

Signatures

| | |
|--|------------|
| Rhoda M. Minichillo, Attorney-in-Fact | 11/10/2014 |
| **Signature of Reporting Person | Date |

Explanation of Responses:

- * 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).
 - (1) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$127.7100 to \$127.7690, 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 8/13/2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.