



Edgar Filing: TIMKEN CO - Form 4

Common Stock	12,155	I	By Child
Common Stock	53,000	I	By self as Co-Trustee and beneficiary <u>(3)</u>
Common Stock	6,000	I	By self as Co-Trustee <u>(2)</u> <u>(4)</u>

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.**

SEC 1474  
(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 Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 57.1	02/13/2014		A	92,000	02/13/2015 <sup>(5)</sup>	02/13/2024	Common Stock	92,000
Restricted Share Unit	\$ 0	02/13/2014 <sup>(6)</sup>		A	24,900	02/13/2017	02/13/2017	Common Stock	24,900

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TIMKEN WARD J JR 1835 DUEBER AVENUE, S.W. CANTON, OH 44706	X		Chairman of the Board	

## Signatures

Ward J. Timken,  
Jr.

02/17/2014

    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) By self as sole manager of the WJ Timken Jr Family, LLC. Members of the LLC include the reporting person, immediate family members and trusts for the benefit of immediate family members.
  - (2) DISCLAIMER: Undersigned disclaims all beneficial ownership
  - (3) By self as Co-Trustee and beneficiary of the Ward J. Timken Trust FBO Ward J. Timken, Jr.
  - (4) By self as Co-Trustee of the Ward J. Timken Trust FBO Grandchildren
  - (5) The option will become exercisable in annual 25 percent increments beginning on February 13, 2015.
  - (6) Grant of Restricted Share Units that vest 100 percent on February 13, 2017

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.