TIMKEN JOHN M JR

Form 4 May 13, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

TIMKEN CO [TKR]

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

500,000

Ι

Check this box if no longer subject to Section 16. Form 4 or

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

Symbol

1(b).

Stock

Form 5

(Print or Type Responses)

TIMKEN JOHN M JR

1. Name and Address of Reporting Person *

See Instruction

				(C)	heck all applica	able)
(Last)	(First) (Middle) 3. Date	of Earliest Transaction			
200 144 DI		· ·	n/Day/Year)	_X_ Director	rive title	10% Owner
200 MARI	KET AVE., SUIT	E 210 05/11/	/2010	below)	below)	, I .
	(Street)	4. If An	mendment, Date Original	6. Individual o	r Joint/Group F	Filing(Check
		Filed(M	Month/Day/Year)	Applicable Line		_
CANTEON	_X_ Form filed by One Reporting Person Form filed by More than One Reporting					
CANTON,	OH 44702-1437			Person	,	
(City)	(State)	(Zip) Ta	able I - Non-Derivative Securities A	cquired, Disposed	d of, or Benefic	cially Owned
1.Title of	2. Transaction Date	2A. Deemed	3. 4. Securities Acquired	5. Amount of	6.	7. Nature of
Security	(Month/Day/Year)	Execution Date, if			Ownership	Indirect
(Instr. 3)		any (Month/Day/Year)	Code (Instr. 3, 4 and 5) (Instr. 8)	Beneficially Owned	Form: Direct (D)	Beneficial Ownership
		(Wolldin Buy, Tear)	, (msu. o)	Following	or Indirect	(Instr. 4)
			(A)	Reported	(I)	
			or	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
C			Code V Amount (D) Price	(msu. 3 and 4)		
Common	05/11/2010		A $\frac{4,000}{(6)}$ A $\frac{\$}{31.7}$, 381,854	D	
Stock			<u>(*)</u> 31.7			
Common				10,460	I	By Spouse
Stock				-,		J of the second
Common				116,000	I	Beneficiary
Stock				110,000	1	of Trust (2)
Common				155 600	Ť	Advisor of
Stock				155,600	I	Trust (1) (5)
Common				56 405		T (1) (2)
Stock				56,437	I	Trustee (1) (3)

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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	.	ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 8	Director	10% Owner	Officer	Other		
TIMKEN JOHN M JR 200 MARKET AVE. SUITE 210 CANTON, OH 44702-1437	X					

Signatures

John M.
Timken, Jr

**Signature of Reporting Person

Dotte

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) DISCLAIMER: Undersigned disclaims any beneficial interest.
- (2) Beneficiary of John M. Timken Trust D FBO John M. Timken, Jr.

Reporting Owners 2

Edgar Filing: TIMKEN JOHN M JR - Form 4

- (3) Trustee for Susan H. Timken Generation Skipping Trust.
- (4) Co-Trustee for Trust U/Will of H.H. Timken, Jr DISCLAIMER: Undersigned disclaims beneficial ownership, except for his one-sixth income interest in the trust.
- (5) Advisor for five subtrusts fo John M. Timken No.1, Fund A, Marital.
- (6) Grant of shares pursuant to The Timken Company Long-Term Incentive Plan.

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.