

TIMKEN CO  
Form 3  
May 12, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Myers Ronald J</p> <p>(Last) (First) (Middle)</p> <p>4500 MOUNT PLEASANT ST. NW</p> <p>(Street)</p> <p>NORTH CANTON, OH 44720</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>05/10/2016</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>TIMKEN CO [TKR]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP - Human Resources</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
---	---	---	--	---	---

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	6,004	D	^
Common Stock (Restricted)	2,300 <sup>(1)</sup>	D	^
Common Stock	6,240	I	401(k)

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial
---------------------------------	---	--	---------------	--------------	----------------------------------

Edgar Filing: TIMKEN CO - Form 3

(Instr. 4)	Date Exercisable	Expiration Date	Derivative Security (Instr. 4) Title	Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)
Employee Stock Option (right to buy)	02/08/2011 <sup>(2)</sup>	02/08/2020	Common Stock	3,375	\$ 16.34	D	Â
Employee Stock Option (right to buy)	02/08/2012 <sup>(2)</sup>	02/08/2021	Common Stock	3,800	\$ 35.97	D	Â
Employee Stock Option (right to buy)	02/09/2013 <sup>(2)</sup>	02/09/2022	Common Stock	5,100	\$ 37.31	D	Â
Employee Stock Option (right to buy)	02/07/2014 <sup>(3)</sup>	02/07/2023	Common Stock	5,700	\$ 40.56	D	Â
Employee Stock Option (right to buy)	02/13/2015 <sup>(3)</sup>	02/13/2024	Common Stock	3,900	\$ 41.15	D	Â
Employee Stock Option (right to buy)	02/12/2016 <sup>(3)</sup>	02/12/2025	Common Stock	6,975	\$ 41.79	D	Â
Employee Stock Option (right to buy)	02/11/2017 <sup>(3)</sup>	02/11/2026	Common Stock	11,550	\$ 27.75	D	Â
Common Stock (Restricted)	Â <sup>(4)</sup>	12/31/2018	Common Stock	3,225	\$ 0	D	Â
Common Stock (Restricted)	Â <sup>(5)</sup>	12/31/2019	Common Stock	4,525	\$ 0	D	Â
Common Stock (Restricted)	Â <sup>(6)</sup>	02/12/2019	Common Stock	975	\$ 0	D	Â
Common Stock (Restricted)	Â <sup>(7)</sup>	02/11/2020	Common Stock	1,825	\$ 0	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Myers Ronald J 4500 MOUNT PLEASANT ST. NW NORTH CANTON, OH 44720	Â	Â	Â VP - Human Resources	Â

## Signatures

/s/ Ronald J. Myers  
05/12/2016

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) February 3, 2014 grant of restricted shares, subject to forfeiture under certain circumstances, that vest 100% on February 3, 2017.
- (2) The options became exercisable in annual 25 percent increments from the date of grant.
- (3) The options become exercisable in annual 25 percent increments from the date of grant.
- (4) Performance based restricted stock units subject to certain performance criteria between January 1, 2015 and December 31, 2017.
- (5) Performance based restricted stock units subject to certain performance criteria between January 1, 2016 and December 31, 2018.
- (6) Remaining restricted stock units from February 12, 2015 grant of 1,300 time based restricted stock units that vest 25% per year.
- (7) February 11, 2016 grant of time based restricted stock units that vest 25% per year.

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.