### Edgar Filing: TIMKEN CO - Form 4/A

TIMKEN CO

TIMKEN C Form 4/A											
August 06, 2	ЛЛ		OMB APPROVAL								
	UNITE	D STATES	SECURITIES AND EXCHANGE C Washington, D.C. 20549					OMMISSION	OMB Number:	3235-0287	
Check th if no lon subject to Section 7 Form 4 c	ger <b>STATH</b> 0 16.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								January 31, 2005 verage 's per 0.5	
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 5 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 100											
(Print or Type	Responses)										
			2. Issuer Name <b>and</b> Ticker or Trading Symbol TIMKEN CO [TKR]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Check	k all applicable	)	
			(Month/E 02/06/2					Director 10% Owner X Officer (give title Other (specify below) ExVP Brngs & Pwr Transmission			
				endment, Date Original nth/Day/Year) 2010				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
CANTON, OH 44706								Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative	Secur	ities Acq	uired, Disposed of,	, or Beneficiall	y Owned	
(Instr. 3) any			n Date, if Transaction(A) or Dispose Code (Instr. 3, 4 and Day/Year) (Instr. 8)			sposed 4 and 3	d of (D) Securities 5) Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common	02/06/2010			Code V A	Amount 25,000	(A) or (D)	Price \$	Transaction(s) (Instr. 3 and 4)	D		
Stock	02/00/2010			A	(1)	А	22.71	97,398	D		
Common Stock	02/06/2010			F	7,799	D	\$ 22.71	89,599	D		

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

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# 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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Shares	\$ 0	02/06/2010		А	25,000	02/06/2010	02/06/2010	Common Stock	25,000

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer	Other			
ARNOLD MICHAEL C 1835 DUEBER AVE. S. W. CANTON, OH 44706			ExVP Brngs & Pwr Transmission				
Signatures							
Scott A. Scherff - Attorney in Fact		08/05/2010					
**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) Grant of deferred shares under the Long Term Incentive Plan that vested 2-6-2010. This was previously incorrectly reported as the surrender of shares for the tax obligation on the vesting of restricted shares.

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.