TIMKEN CO Form 4/A July 02, 2014

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

TIMKEN CO [TKR]

Symbol

1(b).

(Print or Type Responses)

TIMKEN JOHN M JR

1. Name and Address of Reporting Person *

			(Check an applicable)						ibie)			
(Last)	(First)	(Middle)	3. Date of	f Earliest	Tra	insaction						
			(Month/I	(Month/Day/Year)					_X_ Director	10% Owner		
200 MARKET AVE., SUITE 210			05/13/2	05/13/2014					Officer (g	give title(below)	Other (specify	
							<i>'</i>	<i>'</i>				
	(Street)		4. If Ame	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
			Filed(Mo	Filed(Month/Day/Year)					Applicable Line)			
			05/15/2	05/15/2014					_X_ Form filed by One Reporting Person			
CANTON, OH 44702-1437									Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - Non	-De	erivative	Secur	ities A	equired, Dispose	d of, or Benefic	cially Owned	
1.Title of	2. Transaction D	ate 2A. D	eemed	3.		4. Securit	ies		5. Amount of	6.	7. Nature of	
Security (Month/Day/Year) Execution			tion Date, if	n Date, if TransactionAcquired (A) or				or	Securities	Ownership	Indirect	
(Instr. 3)		any		Code Disposed of (D)					Beneficially	Form: Direct		
		(Mont	h/Day/Year)	(Instr. 8)	(Instr. 3,	4 and	5)	Owned	(D) or	Ownership	
									Following	Indirect (I)	(Instr. 4)	
							(A)		Reported Transaction(s)	(Instr. 4)		
							or		(Instr. 3 and 4)			
				Code	V	Amount	(D)	Price	(
Common	05/13/2014			A ⁽⁶⁾	V	1,910	Α	\$ 0	388,819	D		
Stock	00/10/2011			· • <u> </u>	•	(5)		ΨΟ	500,017	2		
Common											Beneficiary	
Stock									116,000	I	of Trust (2)	
SIOCK											or Trust <u>~</u>	
Common									56,437	I	Trustee (1) (3)	
Stock									30,437	1	Trustee (1)	
C											О- Т	
Common									460,000	I	Co-Trustee	
Stock											<u>(4)</u>	
Common									100.044		Advisor of	
Stock									122,244	I	Trust	

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

Estimated average

burden hours per

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

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration Da	ate	Amou	int of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
							Expiration Date	Title	Number		
						Exercisable		Titic	of		
				Code V	(A) (D)				Shares		
				Code V	(II)				Dilaics		

Reporting Owners

Reporting Owner Name / Address	Kelationships						
	Director	10% Owner	Officer	Of			

Director 10% Owner Officer Other

TIMKEN JOHN M JR 200 MARKET AVE. SUITE 210

X

CANTON, OH 44702-1437

Signatures

John M Timken Jr 07/02/2014

**Signature of Date
Reporting Person

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
- (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

Reporting Owners 2

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- (5) Grant of shares pursuant to The Timken Company Long-Term Incentive Plan
- This transaction was previously reported in a timely manner, but due to an administrative error was filed on a Form 5. This report is being filed solely to correct that filing.

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.