

TIMKEN CO
Form 3
January 04, 2011

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

OMB APPROVAL

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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>Â Coughlin Christopher A</p> <p>(Last) (First) (Middle)</p> <p>1835 DUEBER AVE SW</p> <p>(Street)</p> <p>CANTON,Â OHÂ 44706</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/01/2011</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) President-proc ind & supp chn</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 | 11,838 | D | Â |
| Common Stock (Restricted) | 9,475 ⁽¹⁾ | D | Â |
| Common Stock | 15,445 | I | 401(k) |

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

SEC 1473 (7-02)

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

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

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|--------------------------------------|---------------------------|-----------------|---------------------|----------------------------|------------------------------|--|------------|
| Employee stock option - right to buy | 02/06/2007 ⁽²⁾ | 02/06/2016 | Common Stock | 11,000 | \$ 0 | D | Â |
| Employee stock option - right to buy | 02/05/2008 ⁽³⁾ | 02/05/2017 | Common Stock | 11,000 | \$ 0 | D | Â |
| Employee stock option - right to buy | 02/04/2009 ⁽⁴⁾ | 02/04/2018 | Common Stock | 11,000 | \$ 0 | D | Â |
| Employee stock option - right to buy | 02/02/2010 ⁽⁵⁾ | 02/02/2019 | Common Stock | 16,000 | \$ 0 | D | Â |
| Employee stock option - right to buy | 02/08/2011 ⁽⁶⁾ | 02/08/2020 | Common Stock | 17,100 | \$ 0 | D | Â |
| Dividend Equivalent Rights | 12/31/2008 ⁽⁷⁾ | 12/31/2011 | Common Stock | 5 | \$ 0 ⁽⁸⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Coughlin Christopher A 1835 DUEBER AVE SW CANTON, OH 44706 | Â | Â | Â President-proc ind & supp chn | Â |

Signatures

Scott A. Scherff - Attorney
in Fact 01/04/2011

__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) Grant of restricted shares in 2007, 2008, 2009 and 2010 subject to vesting in 25 percent annual increments
- (2) The Option became exercisable in 25% annual increments on 2/6/2007.
- (3) The Option became exercisable in 25% annual increments on 2/5/2008
- (4) The Option became exercisable in 25% annual increments on 2/4/2009
- (5) The Option became exercisable in 25% annual increments on 2/2/2010
- (6) The Option becomes exercisable in 25% annual increments on 2/8/2011
- (7) Reflects the accrual of contingent rights to receive shares of common stock which vest on 12/31/08 or under certain specified circumstances.
- (8) The security converts to Common Stock on a one for one basis

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.

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