TIMKEN CO Form 4 February 10, 2015

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL OMB

Washington, D.C. 20549

3235-0287 Number: January 31,

if no longer subject to Section 16. Form 4 or

Check this box

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

2005 Estimated average burden hours per response... 0.5

Expires:

5. Relationship of Reporting Person(s) to

Issuer

18,440

2,810

12,855

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Form 5 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

Symbol

1(b).

Common

Common

Common

Stock

Stock

Stock

(Print or Type Responses)

TIMKEN WARD J JR

1. Name and Address of Reporting Person *

(Last)	(First)	ר	TIMKEN CO [TKR] (Check all applicable) 3. Date of Earliest Transaction					ble)		
, ,	BER AVENUE,	(ay/Year)	i un succión			_X_ Director Officer (girl below)		0% Owner Other (specify
			endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
CANTON, (City)	OH 44706 (State)	(Zip)	Tabl	e I - Non-l	Derivative	Secu	rities Acc	Person Quired, Disposed		
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year		Date, if	3. Transactic Code (Instr. 8)	4. Securi on(A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/08/2015			F	1,506	D	\$ 40.37	167,549	D	
Common Stock								200,000	I	By Self as Manager of LLC (1)

Savings Inv.

By Spouse

By Child

Plan

(2)

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Common Stock	12,155	I	By Child			
Common Stock	53,000	I	By self as Co-Trustee and beneficiary			
Common Stock	6,000	I	By self as Co-Trustee			
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.						

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(9-02)

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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)	4. Transac Code (Instr. 8	5. stionNumber of Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	S	ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	
			Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
TIMKEN WARD J JR							
1835 DUEBER AVENUE, S.W.	X						
CANTON OH 44706							

Signatures

Ward J. Timken, 02/10/2015 Jr.

Date

Reporting Owners 2 **Signature of 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).
- By self as sole manager of the WJ Timken Jr Family, LLC. Members of the LLC include the reporting person, immediate family members and trusts for the benefit of immediate family members.
- (2) DISCLAIMER: Undersigned disclaims all beneficial ownership
- (3) By self as Co-Trustee and beneficiary of the Ward J. Timken Trust FBO Ward J. Timken, Jr.
- (4) By self as Co-Trustee of the Ward J. Timken Trust FBO Grandchildren

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.

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