Edgar Filing: TIMKEN CO - Form 4/A

TIMKEN CO

Form 4/A											
	anuary 31, 2011								OMB APPROVAL		
	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMMISSION	OMB Number:	3235-0287	
Check th if no long subject to Section 1	stateM								Expires: Estimated a burden hou		
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 5 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								0.5			
(Print or Type I	Responses)										
GRIFFITH JAMES W Sy			2. Issuer Name and Ticker or Trading Symbol				g	5. Relationship of Reporting Person(s) to Issuer			
			TIMKEN CO [TKR]					(Check all applicable)			
(Mo			3. Date of Earliest Transaction (Month/Day/Year) 11/15/2010					_X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) President and CEO			
				4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
Filed(Mo 01/31/2 CANTON, OH 44706				Ionth/Day/Year) /2011				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tahl	e I - Non-F)erivative §	Securi	ties Aca	uired, Disposed of	or Beneficial	v Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	-	ned 1 Date, if	3. Transactio Code (Instr. 8)	4. Securită on(A) or Dis (Instr. 3, 4	(A) or	quired 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	
Common Stock	11/15/2010			Code V F	Amount 31,919 (1)	(D) D	Price \$ 43.71	282,743	D		

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

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transacti Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				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				
GRIFFITH JAMES W 1835 DUEBER AVE. S. W. CANTON, OH 44706	Х		President and CEO					
Signatures								
Scott A. Scherff - Attorney in Fact		01/31/2011						
**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) The number of shares originally reported as swapped was 141 shares lower than what was actually swapped. Form 4s filed on 12/2/2010 and 12/31/2010 also reflect the higher than actual direct ownership total by 141 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.