

PARKER HANNIFIN CORP
Form DEFA14A
October 02, 2018

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

SCHEDULE 14A
Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

PARKER-HANNIFIN CORPORATION

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- (1) Title of each class of securities to which the transaction applies:

- (2) Aggregate number of securities to which the transaction applies:

- (3) Per unit price or other underlying value of the transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

- (4) Proposed maximum aggregate value of transaction:

- (5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:

- (2) Form, Schedule or Registration Statement No.:

- (3) Filing Party:

(4) Date Filed:

PARKER-HANNIFIN CORPORATION

6035 Parkland Boulevard Cleveland, Ohio 44124-4141

EXPLANATORY NOTE

On September 24, 2018, Parker-Hannifin Corporation (we, our or us) filed a definitive Proxy Statement with the Securities and Exchange Commission. Our definitive Proxy Statement inadvertently overstated the amount of severance pay for termination without cause (and related totals). Set forth below is the correct information in the

Severance Pay column within the table on Page 61 of our Proxy Statement under the heading Termination without Cause in the Potential Payments Upon Termination or Change in Control section of our Proxy Statement. We have included the Termination Without Cause table in its entirety here to reflect the correct Severance Pay and Totals columns for each Named Executive Officer.

| Officer | Severance Pay | Pension Plan | Pension Restoration Plan | Supplemental Retirement Program | Medical and Dental Benefits | Vacation Pay | Totals |
|---------------------|----------------------|---------------------|---------------------------------|--|------------------------------------|---------------------|---------------|
| Thomas L. Williams | 323,064 | 484,785 | 4,434,393 | 19,416,167 | 3,081 | 57,895 | 24,719,385 |
| Catherine A. Suever | 426,238 | 1,047,163 | 2,138,168 | 3,825,429 | 1,497 | 54,767 | 7,493,262 |
| Lee C. Banks | 474,978 | 622,145 | 5,168,069 | 10,615,757 | 4,851 | 62,719 | 16,948,519 |
| Robert W. Malone | 56,170 | | | | 4,770 | 23,701 | 84,641 |
| Joseph R. Leonti | 130,378 | | | | 2,961 | 24,389 | 157,728 |