PARKER-HANNIFIN CORPORATION

CORPORATE GOVERNANCE AND NOMINATING

COMMITTEE CHARTER

Purposes of the Committee

The purposes of the Committee are to (a) oversee the selection of Board nominees for recommendation to the Board, (b) evaluate the continuing qualifications of current Board members, (c) make recommendations for Board nominees so that the members of the Board possess an appropriate mix of competencies and experience, (d) monitor the effectiveness of the entire Board in carrying out its responsibilities to the Company's shareholders, (e) monitor the responsibilities of the Board Committees and recommend committee assignments to the entire Board, (f) oversee and evaluate risks arising from corporate governance and related issues and (g) establish, implement and oversee adherence to corporate governance principles applicable to the Company.

Composition of the Committee

Number. The Committee will have the number of members as determined by the Board, provided that such number will not be less than three.

Qualifications. Each Committee member will be a member of the Board in good standing and will be "independent" under the rules of the New York Stock Exchange, Inc. and any other applicable regulatory requirements, as such requirements are interpreted by the Board.

Appointment. The members and Chairs of the Committee will be appointed by and from the independent members of the Board based on nominations made by the Committee. Committee members will serve at the pleasure of the Board and for such term or terms as the Board may determine. Notwithstanding the foregoing, the independent members of the Board will elect or re-elect the Chair of the Committee every five years.

Duties and Responsibilities of the Committee

The Committee will:

1) Identify Board Nominees: Identify individuals believed to be qualified to become Board members and make recommendations to the Board as to the candidates to fill new or vacant positions on the Board. In recommending candidates, the Committee shall take into consideration such factors it deems appropriate, consistent with the factors identified by the Company in its policies on corporate governance. These factors may include judgment, skill, diversity, independence, experience with businesses and other organizations of comparable size, the interplay of the candidate's experience with the experience of other Board members, and the extent to which the candidate would be a desirable addition to the Board and any committees of the Board. The Committee shall adopt and

review, at least annually, policy and procedures regarding the consideration of candidates proposed by the Company's shareholders.

2) Identify Committee Members: Identify Board members qualified to serve on any committee of the Board and recommend that the Board appoint the identified member to the committee. In recommending a candidate for committee membership, the Committee shall take into consideration the factors set forth in the charter of the committee, if any, as well as any other factors it deems appropriate, including without limitation the consistency of the candidate's experience with the goals of the committee and the interplay of the candidate's experience with the experience of other committee members.

3) Procedures for Oversight: Establish procedures for the Committee's oversight of the evaluation of the Board and complete an evaluation of the Board's performance at least annually, including an evaluation of metrics relating to the types of matters considered at Board meetings and the amount of time devoted to each topic.

4) Develop Corporate Governance Guidelines: Develop and recommend to the Board a set of corporate governance principles and review those principles at least annually.

5) Consider Conflicts of Interest: Consider questions of possible conflicts of interest of Board members and management and make recommendations to prevent, minimize or eliminate such conflicts of interest.

6) Monitor Committees: Monitor the responsibilities of the various committees of the Board and recommend, when necessary or appropriate, revisions to the responsibilities of existing committees or the creation of new committees.

7) Recommendations as to the Board: Make recommendations regarding the appropriate size and function of the Board and the structure of Board meetings.

8) Risk Management: Work with management to oversee and evaluate risks arising from (a) director independence, qualifications and diversity issues, (b) leadership, composition, function and effectiveness of the Board and its committees, (c) alignment of the interests of the Company's shareholders with the performance of the Board, (d) compliance with applicable corporate governance rules and standards, and (d) other corporate governance issues and trends. Report to and address with the entire Board of Directors any significant risks identified.

9) Other Delegated Duties or Responsibilities: Perform any other duties or responsibilities expressly delegated to the Committee by the Board from time to time relating to the nomination of Board and committee members.

10) Board Reports: Report its activities regularly to the Board in such manner and at such times as it and the Board deem appropriate, but in no event less than once a year.

Meetings of the Committee

The Committee will meet in person or telephonically at least two times per year, or more frequently as it may determine necessary, to comply with its responsibilities as set forth herein. The Chair of the Committee will, in consultation with the other members of the Committee and appropriate officers of the Company, be responsible for calling meetings of the Committee, establishing an agenda therefor and supervising the conduct thereof. A majority of the members of the Committee shall constitute a quorum for any meeting. In the event of a tie vote on any action to be taken during a meeting of the Committee, the vote of the Chair will decide the issue. The Committee may also take any action permitted hereunder by unanimous written consent.

The Committee may request any officer or employee of the Company or the Company's outside legal counsel or independent auditors to attend a meeting of the Committee or to meet with any members of, or consultants to, the Committee.

Delegation to Subcommittee

The Committee may, in its discretion, delegate all or a portion of its duties and responsibilities to a subcommittee.

Resources and Authority of the Committee

The Committee shall have the resources and authority appropriate to discharge its responsibilities, including the sole authority to engage any search firm to be used to identify director candidates and to set the fees and other retention terms of such search firm and to retain special counsel and other experts or consultants.

Annual Review of Charter

The Committee will conduct and review with the Board annually an evaluation of this Charter and recommend any changes to the Board. The Charter evaluation will be conducted by the Committee in such manner as the Committee, in its business judgment, deems appropriate.

Annual Performance Evaluation

The Committee will conduct and review with the Board annually consistent with the Board of Directors' Guidelines on Significant Corporate Governance Issues an evaluation of the Committee's performance with respect to the requirements of this Charter. The performance evaluation will be conducted by the Committee in such manner as the Committee, in its business judgment, deems appropriate.

Effective: October 26, 2011