PARK NATIONAL CORP /OH/

Form 5

February 12, 2016

FORM	_								OMB /	APPROVAL		
Check thi	UNITED S	STATES SE	S SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMB Number: Expires:	3235-0362 January 31, 2005		
to Section 16. Form 4 or Form 5 obligations may continue. ANNUAL ST			ATEMENT OF CHANGES IN BENI OWNERSHIP OF SECURITIES					EFICIAL	I average ours per			
See Instru 1(b). Form 3 H Reported Form 4 Transactio Reported	Filed puriodings Section 17(a	a) of the Pub	lic Uti		g Comp	any A	Act of					
1. Name and Address of Reporting Person * McLain Timothy S.			2. Issuer Name and Ticker or Trading Symbol PARK NATIONAL CORP /OH/ [PRK]				5. Relationship of Reporting Person(s) to Issuer					
							(Check all applicable)					
(Last) (First) (Middle)			3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2015				led	_X_ Director Officer (giv below)	ve title Other (specify below)			
50 N. THIR	D STREET	1 2/	131120	,13								
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Reporting				
				•				(che	eck applicable lir	ne)		
NEWARK,	OH 43058-35	500						_X_ Form Filed by	y One Reporting More than One			
								Person		1 0		
(City)	(State)	(Zip)	Table	I - Non-Deri	ivative Se	curiti	es Acqu	uired, Disposed	of, or Benefici	ally Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		Code	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Securities C Beneficially F Owned at end (I of Issuer's In Fiscal Year (I	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common					Amount	or	Price	(Instr. 3 and 4)				
Common Shares (1)	Â	Â		Â	Â	Â	Â	0 (1)	D	Â		
Common										Raymond James & Associates		
Shares (1)	Â	Â		Â	Â	Â	Â	3,080 (1)	I	JTWROS Debbie J.		

McLain (1)

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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.

SEC 2270 (9-02)

of D

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	nt of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	•		Securi	ties	(Instr. 5)	
	Derivative				Securities			(Instr.	3 and 4)		
	Security				Acquired						
	•				(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
						2	Dute		of		
					(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
McLain Timothy S. 50 N. THIRD STREET NEWARK, OH 43058-3500	ÂX	Â	Â	Â			

Signatures

/s/ Timothy S. McLain by Brady T. Burt, POA 02/12/2016

**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) Reflects transfer of 300 common shares received on October 26, 2015 from direct ownership to indirect ownership through an account with Raymond James & Associates on November 4, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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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