

KOZAK JOHN W  
Form 5  
January 09, 2006

**FORM 5**

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

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

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

1. Name and Address of Reporting Person \*  
KOZAK JOHN W

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)  
12/31/2005

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
Chief Financial Officer

50 NORTH THIRD STREET

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

NEWARK, OH 43055

(City) (State) (Zip)

Form Filed by One Reporting Person  
\_\_\_ Form Filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
|                                 |                                      |                                                    |                                | (A) or (D) Price                                                  |                                                                                            |                                                          |                                   |
| Common Stock                    | ^                                    | ^                                                  | ^                              | ^ ^ ^                                                             | 21,490                                                                                     | D                                                        | ^                                 |
| Common Stock                    | ^                                    | ^                                                  | ^                              | ^ ^ ^                                                             | 2,804.2561                                                                                 | I                                                        | KSOP                              |
| Common Stock                    | ^                                    | ^                                                  | ^                              | ^ ^ ^                                                             | 1,599.1954                                                                                 | I                                                        | DRIP                              |

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

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SEC 2270 (9-02)

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**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) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Stock Option                               | \$ 84.29                                               | Â                                    | Â                                                  | Â                              | Â Â                                                                                     | 01/01/2002 06/25/2006                                    | Common Stock                                                  | 1,155                         |
| Stock Option                               | \$ 87.76                                               | Â                                    | Â                                                  | Â                              | Â Â                                                                                     | 01/01/2003 06/06/2007                                    | Common Stock                                                  | 1,139                         |
| Stock Option                               | \$ 97.52                                               | Â                                    | Â                                                  | Â                              | Â Â                                                                                     | 05/09/2003 05/09/2008                                    | Common Stock                                                  | 565                           |
| Stock Option                               | \$ 109.52                                              | Â                                    | Â                                                  | Â                              | Â Â                                                                                     | 05/06/2004 05/06/2009                                    | Common Stock                                                  | 912                           |
| Stock Option                               | \$ 107.85                                              | Â                                    | Â                                                  | Â                              | Â Â                                                                                     | 06/21/2005 06/21/2010                                    | Common Stock                                                  | 900                           |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |         |                           |
|-----------------------------------------------------------|---------------|-----------|---------|---------------------------|
|                                                           | Director      | 10% Owner | Officer | Other                     |
| KOZAK JOHN W<br>50 NORTH THIRD STREET<br>NEWARK, OH 43055 | Â             | Â         | Â       | Chief Financial Officer Â |

## Signatures

David L. Trautman, by Power of Attorney for John W. Kozak 01/09/2006

\*\*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).

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.