

|                                                                       |                                                                                        |                                                                                                                                                                                       |
|-----------------------------------------------------------------------|----------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Name and Address of Reporting Person*<br><u>CRAWFORD MATTHEW V</u> | 2. Issuer Name and Ticker or Trading Symbol<br><u>PARK OHIO HOLDINGS CORP [ PKOH ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br>X Director X 10% Owner<br>X Officer (give title below) Other (specify below)<br><br>President & COO |
|                                                                       | 3. Date of Earliest Transaction (Month/Day/Year)<br>06/16/2015                         |                                                                                                                                                                                       |
|                                                                       | (Last) (First) (Middle)<br>6065 PARKLAND BLVD.                                         | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                                                                                                              |
| (Street)<br>CLEVELAND OH 44124                                        |                                                                                        |                                                                                                                                                                                       |
| (City) (State) (Zip)                                                  |                                                                                        |                                                                                                                                                                                       |

| 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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|                                                                                  |                                      |                                                    | Code                           | V | Amount                                                            | (A) or (D) | Price   |                                                                                               |                                                          |                                                       |
| Common Stock                                                                     | 06/16/2015                           |                                                    | F                              |   | 7,641                                                             | D          | \$49.37 | 927,134                                                                                       | D                                                        |                                                       |
| Common Stock                                                                     | 06/16/2015                           |                                                    | F                              |   | 7,641                                                             | D          | \$51.16 | 919,493                                                                                       | D                                                        |                                                       |
| Common Stock <sup>(1)</sup>                                                      |                                      |                                                    |                                |   |                                                                   |            |         | 41,401                                                                                        | I                                                        | By First Francis Company, Inc.                        |
| Common Stock                                                                     |                                      |                                                    |                                |   |                                                                   |            |         | 546,000                                                                                       | I                                                        | By Trust                                              |
| Common Stock <sup>(1)</sup>                                                      |                                      |                                                    |                                |   |                                                                   |            |         | 11,700                                                                                        | I                                                        | Crawford Capital Company                              |
| Common Stock                                                                     |                                      |                                                    |                                |   |                                                                   |            |         | 300,000                                                                                       | I                                                        | By Park Trust                                         |

| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned<br>(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 Securities Underlying Derivative Security (Instr. 3 and 4) |                            | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|                                                                                                                                                 |                                                        |                                      |                                                    |                                |   |                                                                                        |     |                                                          |                 |                                                                                   |                            |                                            |                                                                                                    |                                                           |                                                        |
|                                                                                                                                                 |                                                        |                                      |                                                    | Code                           | V | (A)                                                                                    | (D) | Date Exercisable                                         | Expiration Date | Title                                                                             | Amount or Number of Shares |                                            |                                                                                                    |                                                           |                                                        |

**Explanation of Responses:**

1. The reporting person is a shareholder of the corporation that owns the reported securities and disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

**Remarks:**

Linda Kold, Attorney-In-Fact for  
Matthew V. Crawford

06/16/2015

\*\* Signature of Reporting Person

Date

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

\* 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 is insufficient, see Instruction 6 for procedure.

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 Number.