

1. Name and Address of Reporting Person* <u>MIXON AARON MALACHI III</u>	2. Issuer Name and Ticker or Trading Symbol <u>PARK OHIO HOLDINGS CORP [ PKOH ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <div>X Director 10% Owner</div> <div>Officer (give title below) Other (specify below)</div>
(Last) (First) (Middle) 800 SUPERIOR AVENUE SUITE 1800	3. Date of Earliest Transaction (Month/Day/Year) 05/19/2016	6. Individual or Joint/Group Filing (Check Applicable Line) <div>X Form filed by One Reporting Person</div> <div>Form filed by More than One Reporting Person</div>
(Street) CLEVELAND OH 44107	4. If Amendment, Date of Original Filed (Month/Day/Year)	
(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			

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 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				
Restricted Stock Units	(1)	05/19/2016		A		3,010		(2)	(2)	Common Stock	3,010	\$0	4,635	D	

**Explanation of Responses:**

1. Each Restricted Stock Unit ("RSU") represents a contingent right to receive one share of Park-Ohio Holdings Corp. common stock ("Share").

2. The RSUs vest in one year, on May 19, 2017. Vested Shares will be delivered to the reporting person within 30 days after separation of service.

**Remarks:**

Linda Kold, Attorney-In-Fact for A. Malachi Mixon, III  
\*\* Signature of Reporting Person

06/01/2016  
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.