

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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of The
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) February 7, 2017

Park-Ohio Holdings Corp.

(Exact name of registrant as specified in its charter)

Ohio

(State or other jurisdiction
of incorporation)

000-03134

(Commission
File Number)

34-1867219

(I.R.S. Employer
Identification No.)

6065 Parkland Blvd., Cleveland, Ohio

(Address of principal executive offices)

44124

(Zip Code)

Registrant's telephone number, including area code

(440) 947-2000

Not applicable

(Former name or former address, if changed since last report.)

Park-Ohio Industries, Inc.

(Exact name of registrant as specified in its charter)

Ohio

(State or other jurisdiction
of incorporation)

333-43005-1

(Commission
File Number)

34-6520107

(I.R.S. Employer
Identification No.)

6065 Parkland Blvd., Cleveland, Ohio

(Address of principal executive offices)

44124

(Zip Code)

Registrant's telephone number, including area code

(440) 947-2000

Not applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2.):

- ★ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ★ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ★ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ★ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 **Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On February 2, 2017, A. Malachi Mixon, III provided notice to Park-Ohio Holdings Corp. (the "Company") that he would not stand for re-election as a member of the Board of Directors of the Company at its 2017 annual meeting of shareholders. When Mr. Mixon's term as a director of the Company expires at its 2017 annual meeting of shareholders, Mr. Mixon will also cease being a member of the Company's principal operating subsidiary, Park-Ohio Industries, Inc.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: February 2, 2017

Park-Ohio Holdings Corp.

(Registrant)

/s/ Robert D. Vilsack

Robert D. Vilsack

Secretary

Park-Ohio Industries, Inc.

(Registrant)

Dated: February 2, 2017

/s/ Robert D. Vilsack

Robert D. Vilsack

Secretary