FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

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			of Section 50(ii) of the investment company 7 et of 1540		
I. Name and Addres GREENE KEVIN R	s of Reporting Person*		2. Issuer Name and Ticker or Trading Symbol PARK OHIO HOLDINGS CORP [PKOH]	5. Relationship of Reporting Person(s) to Is (Check all applicable)	suer
(Last) 23000 EUCLID AV	nst) (First) (Mic		3. Date of Earliest Transaction (Month/Day/Year) 12/10/2004		Owner r (specify v)
Street) CLEVELAND (City)	OH (State)	44117 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check A Line) X Form filed by One Reporting Pers Form filed by More than One Rep	on

(City) (State)	(Zip)									-
	Table I - Non-Deriv	vative Securities Acq	uired, Di	spose	ed of, or Bene	ficially (Owned			
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr.		4. Securities Disposed Of and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Common Stock	12/10/2004		M		10,000	A	\$1.91	12,000	D	
Common Stock	12/13/2004		M		3,200	A	\$1.91	15,200	D	
Common Stock	12/10/2004		S		300	D	\$22.89	14,900	D	
Common Stock	12/10/2004		S		200	D	\$22.91	14,700	D	
Common Stock	12/10/2004		S		600	D	\$22.93	14,100	D	
Common Stock	12/10/2004		S		100	D	\$22.94	14,000	D	
Common Stock	12/10/2004		S		303	D	\$22.95	13,697	D	
Common Stock	12/10/2004		S		208	D	\$22.96	13,489	D	
Common Stock	12/10/2004		S		200	D	\$22.97	13,289	D	
Common Stock	12/10/2004		S		189	D	\$22.99	13,100	D	
Common Stock	12/10/2004		S		1,251	D	\$23	11,849	D	
Common Stock	12/10/2004		S		300	D	\$23.02	11,549	D	
Common Stock	12/10/2004		S		49	D	\$23.03	11,500	D	
Common Stock	12/10/2004		S		200	D	\$23.05	11,300	D	
Common Stock	12/10/2004		S		1,000	D	\$23.1	10,300	D	
Common Stock	12/10/2004		S		200	D	\$23.11	10,100	D	
Common Stock	12/10/2004		S		600	D	\$23.12	9,500	D	
Common Stock	12/10/2004		S		400	D	\$23.13	9,100	D	
Common Stock	12/10/2004		S		1,800	D	\$23.15	7,300	D	
Common Stock	12/10/2004		S		100	D	\$23.16	7,200	D	
Common Stock	12/10/2004		S		2,000	D	\$23.57	5,200	D	
Common Stock	12/13/2004		S		540	D	\$23.8	4,660	D	
Common Stock	12/13/2004		S		100	D	\$23.86	4,560	D	
Common Stock	12/13/2004		S		409	D	\$23.89	4,151	D	
Common Stock	12/13/2004		S		100	D	\$23.92	4,051	D	
Common Stock	12/13/2004		S		1,352	D	\$23.93	2,699	D	
Common Stock	12/13/2004		S		599	D	\$23.94	2,100	D	
Common Stock	12/13/2004		S		100	D	\$23.95	2,000	D	

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

	Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code		of Deri Secu Acq (A) Disp of (I (Ins	•		ion Date	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative	derivative Securities Beneficially Owned Following	Ownership Form:	Beneficial Ownership
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option ⁽¹⁾	\$1.91	12/10/2004		М			5,000	11/30/2001	11/30/2011	Common Stock	5,000	\$1.91	0	D	
Employee Stock	\$1.91	12/10/2004		М			5,000	05/30/2002	11/30/2011	Common Stock	5,000	\$1.91	3,200	D	

(1)						_	_								
Option ⁽¹⁾ Employee								uired, Dispo	· /		l				
Stock	\$1.91	12/13/2004	(e.g. puts	, ca	ls, w	arrants 3,200	, options, co	nvertible se 11/30/2011	curities)on	3,200	\$1.91	0	D	
DpTithe 1df			3A. Deemed	4.		5.		6. Date Exer	cisable	7. Stock 1 Title a	nd	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transact	ion	Nur	nber	and Expirat	ion Date	Amount	of	Derivative	derivative	Ownership	of Indirect
Security	n of Respons or Exercise	Date es: (Month/Day/Year)	any	Code		of		(Month/Day	/Year)	Securities	3	Security	Securities	Form:	Beneficial
(In Right 3t) b	Price of		(Month/Day/Year)	(Instr. 8))	Der	ivative			Underlyii	ıg	(Instr. 5)	Beneficially	Direct (D)	Ownership
'	Derivative					Seci	urities		<u>Li</u>	DeKivativ	ettorney-I	ı-Fact	Ov <u>traed4/2004</u>	or Indirect	(Instr. 4)
'	Security					Acq	uired		**	Signarity (Instro3rti	ng Person	Following	(I) (Instr.	
Reminder: F	Report on a se	parate line for each c	ass of securities bene	ficially ov	vned	(A)	or Tv or i	ndirectly		and 4)	•			4)	
* If the form	n is filed by m	ore than one reportin	a norgan and Instruct	ion 4 (b)(]					Transaction(s)		
		· ·	F *			of ((Instr. 4)		
** Intention	al misstateme	nts or omissions of fa	cts constitute Federa	Criminal	Viol	h(inns	ŧrṢeç, 1	B U.S.C. 1001	and 15 U.S	C. 78ff(a)					
Note: File th	ree copies of	this Form, one of wh	ich must be manually	signed. It	f spa	c4e aisn	ida s5.)ffic	ient, see Instr	ruction 6 for	procedure.					
Persons wh	o respond to	the collection of in	formation contained	in this f	orm	are	not req	uired to resp	ond unless t	he form d	isplaysia	currently va	lid OMB Numb	er.	
]			or				
											Number				
								Date	Expiration		of				
				Code	v	(A)	(D)	Exercisable	Date	Title	Shares				