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

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person*  GREENE KEVIN R						2. Issuer Name and Ticker or Trading Symbol PARK OHIO HOLDINGS CORP [ PKOH ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 23000 EUC	(F CLID AVENU	irst) (			3. Date of Earliest Transaction (Month/Day/Year) 06/06/2006									Office	Director Officer (give title below)		10% Owner Other (specif below)		
(Street) CLEVELA (City)	CLEVELAND OH 44117				4. If Amendment, Date of Original Filed (Month/Day/Year)									Lin	e) X Form	vidual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting Person			
				Table I - No	n-Deriva	tive	Secu	rities A	cquired, Di	spos	ed of, or	Benefic	ially (	Owned	l				
1. Title of Security (Instr. 3)  2. Transacti Date (Month/Day				y/Year)	2A. Deemed Execution Date, if any (Month/Day/Year		Code (Instr.		• '/'				4 Securi Benefi Owned	5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I)			
									Code	v	Amo		<b>A</b> ) or (D)	Pri		ted action(s) 3 and 4)	(Instr. 4)	)	(Instr. 4)
Common S	06/06/2006					M		2,56	51	A	\$4.	.5	6,561	D					
Common Stock				06/06/20	006			S		1,00	00	D	\$17.	25	5,561				
Common Stock				06/06/20	006			S		1,00	00	D	\$17.	46	4,561	D			
Common Stock 06/				06/06/20	006			S		561		D	\$17.	48	4,000	D			
									uired, Disp				lly Ov	vned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execut any	3A. Deemed Execution Date, if		5. Number of		6. Date Exercisal and Expiration E (Month/Day/Yea		able Date	7. Title Amour Securit Underl Deriva	e and int of ities dying ative ity (Instr. 3			9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owners Form: Direct ( or Indir (I) (Inst	n: ct (D) ndirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable		piration Date	Title	An Nu Si Title						
Employee Stock	\$4.5	06/06/2006			М			2,561	12/28/2002	2 06	/28/2012	Commo	1 7	,561	\$4.5	4,239		D	

## Explanation of Responses:

1. Right to buy.

Option<sup>(1)</sup>

Linda Kold, Attorney-In-Fact for \*\* Signature of Reporting Person

06/08/2006

Kevin R. Greene

Stock

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.