| SEC Form 4 | | | | | | | | | | | | | | | | | | | |
|--|----------------------------------|--|----------------------------------|--|--|--|--------------------|---------|------------------------------------|---------------------|-----------------------------------|--------------------------|--------------|---------------------------|-----------------------------|--------------------------------------|--|---------------------------|--------------|
| FORM 4 | | | | UNITED STATES SECURITIES AND EXCHANGE COMMISSION | | | | | | | | | | | | OMB APPROVAL | | | |
| Check th | Washington, D.C. 20549 | | | | | | | | | | | | | | | 235-0287 | | | |
| □ to Sectio | n 16. Form 4 | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP | | | | | | | | | | | | Estimated average burden | | | | | |
| □ obligations may continue. <i>See</i> Instruction 1(b). | | | | Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 | | | | | | | | | | | | hours per response: 0.5 | | | |
| or Section 30(h) of the Investment Company Act of 1940 | | | | | | | | | | | | | | | | | | | |
| 1. Name an | | 2. Issuer Name and Ticker or Trading Symbol | | | | | | | | | | | of Reporting | Persor | n(s) to Issu | er | | | |
| <u>GREENE KEVIN R</u> | | | | | PARK OHIO HOLDINGS CORP [PKOH] | | | | | | | | | ` | eck all applio X Directo | , | e) 10% Ow | | wher |
| (Last) (First) (Middle | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 06/14/2006 | | | | | | | | | | | r (give title | ve title | | specify |
| 23000 EUCLID AVENUE | | | | | | | | | | | | | | | |) | | below) | |
| | | | | | 4. If An | endı | ment, | Date of | Original Fil | ed (N | Month/Da | ay/Year) | | 6. I | ndividual or | Joint/Group | Filing (| (Check Ap | plicable |
| (Street) CLEVELAND OH 44117 | | | | | | | | | | | | | | | e) N F | | d hy One Departing Depart | | |
| | | | 4117 | | | | | | | | | | | | | | ed by One Reporting Person ed by More than One Reporting Person | | |
| (City) (State) (Zip) | | | | | | | | | | | | | | | | ed by more than one reporting reison | | | ting i cison |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | |
| 1. Title of | Security (Ins | 2. Transaction | | | | | | | | urities Acquired (A | | | | ount of | | | 7. Nature | | |
| | | | | Date (Month/Day | | | ecution Date, if | | I I | | Disposed Of (D) (Instr. and 5) | | r. 3, 4 | Securit Benefic | | | Form: Direct D) or | of Indirect Beneficial | |
| | | | | (| | (Month/Day/Year) | | | | | | | | Owned | wned Following | | Indirect (I) | Ownership | |
| | | | | | | | | | | | . (. | (A) or | | | Reported Transaction(s) | | r. 4) | (Instr. 4) | |
| | | | | | | | | Code | v | Amo | unt (D) | | Pric | | (Instr. 3 and 4) | | | | |
| Common S | 06/14/2006 | | | | М | | 2,00 | 00 | A | \$4.: | 5 (| 6,000 | | D | | | | | |
| Common Stock | | | | 06/14/2006 | | | | S | | 500 | 0 | D | \$15.9 | 95 5 | 5,500 | | D | | |
| Common Stock | | | | 06/14/2006 | | | | S | | 1,00 | 00 | D | \$15.: | 55 4 | 4,500 | | D | | |
| Common Stock | | | | 06/14/2006 | | | | S | | 500 | 0 | D | \$15.75 | | 4,000 | | D | | |
| | | | | Table II - | | | | | | | | | ly Ow | ned | | | | | |
| 1. Title of | 2 | 3. Transaction | 24 D- | | e.g., puts, calls, wa | | | | | | | | | 0 D-1 | 9. Number | - 6 1 | 0 | 11. Nature | |
| Derivative | 2. Conversion | | 3A. Deemed Execution Date, if | | | tion | | | 6. Date Exercisa and Expiration | | | Amount of | | | 8. Price of Derivative | | | 10. Ownership | |
| Security | curity or Exercise (Month/Day/Ye | | | ,, , | Code | | | | (Month/Day/Ye | | ar) | Securities | | | Security | Securities | | Form: | Beneficial |
| (Instr. 3) Price of Derivative | | | (Mont | (Instr. 8 | | | ivative urities | | | | | Underlying Derivative | | (Instr. 5) | Beneficially Owned | | Direct (D) or Indirect | Ownership (Instr. 4) | |
| | Security | | | | | Acquired (A) or Disposed of (D) | | | | | Securit | | r. 3 | | Following | 0 | (I) (Instr. | (| |
| | | | | | | | | and 4) | | | | | | | Reported | | 4) | | |
| | | | | | | | | | | | | | | Transaction (Instr. 4) | n(s) | | | | |
| | | | | | | | | tr. 3, | | | | | | | | . , | | | |
| | | | | | | | 4 an | nd 5) | | | | | | | | | | | |
| | | | | | | | | | | | | | | ount or | | | | | |
| | | | | | | | | | | | piration Date | | Nun | mber | | | | | |
| | | | | | | | | | Date Exercisable | | | | | of Shares | | | | | |
| | | | | | Code | v | (A) | | Exercisable | | Date | Title | | | | | | | |
| Employee Stock Option ⁽¹⁾ | \$4.5 | 06/14/2006 | | | М | | | 2,000 | 12/28/2002 | 06/ | 28/2012 | Commo Stock | | 000 | \$4.5 | 0 | | D | |

Explanation of Responses:

1. Right to Buy

Linda Kold, Attorney-In-Fact for

Kevin R. Greene

06/15/2006 ** 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.