FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

## Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

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

1. Name and Address of Reporting Person*  CRAWFORD MATTHEW V						2. Issuer Name and Ticker or Trading Symbol PARK OHIO HOLDINGS CORP [ PKOH ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director X 10% Owner					
(Last) (First) (Middle) 6065 PARKLAND BLVD.						Date of Earliest Transaction (Month/Day/Year) 3/11/2009								Officer (give title		Other (s below)				
Street) CLEVELAND OH 44124				4. If Ar	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)				blicable		
(City)	(S	tate) (	(Zip)													Form filed by One Reporting Person Form filed by More than One Reporting Pe				
				Table I - No	n-Deriv	ative	Seci	urities Ac	quired, Dis	spose	ed of, or I	Beneficial	lly O	wned						
1. Title of Security (Instr. 3)  2. Transact Date (Month/Date)					ny/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Instr.		4. Securities Acquir Disposed Of (D) (In and 5)				Securit Benefic Owned	5. Amount of Securities Beneficially Owned Following Reported		n: Direct or rect (I)	7. Nature of Indirect Beneficial Ownership		
								Code	v	Amou		) or D)	Pric	e Transa	orted isaction(s) tr. 3 and 4)		tr. 4)	(Instr. 4)		
Common Stock 03/11/2					009				M		50,00	00	A	\$1.9	1 1,0	064,238		D		
Common Stock <sup>(1)</sup>															1	1,700		I	Crawford Container Group	
Common Stock <sup>(1)</sup>															4	41,401		I	First Francis Company, Inc.	
				Table II -					uired, Dispo				Owi	ned						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		any	med on Date, if /Day/Year)	4. Transact Code (Instr. 8		on of E		5. Date Exercisal Expiration Date Month/Day/Yea		•	Amount Securitie Underly Derivati	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)			9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Ownersh Form: Direct (I or Indire (I) (Instr 4)	Ownership Form: Direct (D) or Indirect (I) (Instr.	Beneficial Ownership ct (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable		xpiration Date	Title	Nu	nount or imber of hares						
Employee Stock Option <sup>(2)</sup>	\$1.91	03/11/2009			М			50,000	11/30/2001	3) 1	1/30/2011	Common	n 50	0,000	\$0	5,000		D		

## Explanation of Responses:

- 1. The reporting person is a shareholder of the corporation that owns the reported securities and disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- 2. Right to buy
- 3. The options, which were replacement options, vested on the same schedule as the canceled options, meaning that the options were vested at the time of the grant on November 30, 2001.

Linda Kold, Attorney-in-Fact for 03/13/2009 Matthew V. Crawford

\*\* Signature of Reporting Person

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.