FORM 4

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

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

OMB APPROVAL
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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

Name and Address of Reporting Person*     MIXON AARON MALACHI III						2. Issuer Name <b>and</b> Ticker or Trading Symbol PARK OHIO HOLDINGS CORP [ PKOH ]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) 6065 PARKLAND BLVD.					3. Date of Earliest Transaction (Month/Day/Year) 05/28/2009								X Direct Office below	er (give title		Owner (specify y)			
(Street) CLEVELAND OH 44124 (City) (State) (Zip)				4. If Amendment, Date of Original Filed (Month/Day/Year)									Lin	6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
				Table I - Non-	Derivati	ve Se	curiti	es Acq	uired, Di	ispos	ed of, or B	enefic	ially C	wnec	d				
1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/				Year) Execution				Code (Instr.		4. Securities Acquired Disposed Of (D) (Instr and 5)				4 Secur Benef Owne	icially d	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount	nount (A) or (D)		Pric	Hans	0	(Instr. 4)	(Instr. 4)		
Common Stock 05/28/200					9			P		5,000		A	\$3.41	.59	57,604	D			
				Table II - De							l of, or Ben ertible secu			ned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Exec any	Deemed cution Date, if onth/Day/Year)	Code		of	vative rities nired or osed 0) r. 3,	6. Date and Exp (Month/	oiratio (Day/	on Date	Amo Secur Unde Deriv Secur	Amo or Num	d unt	Derivative	9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial	

**Explanation of Responses:** 

Linda Kold, Attorney-In-Fact for A.

Malachi Mixon, III

\*\* Signature of Reporting Person Date

06/01/2009

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.