SEC Form 4

FORM 4

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

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

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
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1. Name and Address of Reporting Person*
MIXON AARON MALACHI III

(Last) (First) (Middle)
6065 PARKLAND BLVD.

(Street)
CLEVELAND OH 44124

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
PARK OHIO HOLDINGS CORP [PKOH]

3. Date of Earliest Transaction (Month/Day/Year)
12/16/2010

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
X Director
10% Owner
Officer (give title below)
Other (specify below)

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-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock(1)(2)	12/16/2010		S		500	D	$20.871	59,604	D	
Common Stock	12/16/2010		S		300	D	$20.967	59,304	D	
Common Stock	12/16/2010		S		1,000	D	$20.97	58,304	D	
Common Stock	12/16/2010		S		200	D	$20.978	58,104	D	
Common Stock	12/16/2010		S		500	D	$21.25	57,604	D	
Common Stock	12/16/2010		S		500	D	$21.3	57,104	D	
Common Stock	12/16/2010		S		152	D	$21.35	56,952	D	
Common Stock	12/16/2010		S		500	D	$21.3501	56,452	D	
Common Stock	12/16/2010		S		300	D	$21.43	56,152	D	
Common Stock	12/16/2010		S		200	D	$21.44	55,952	D	
Common Stock	12/16/2010		S		400	D	$21.45	55,552	D	
Common Stock	12/16/2010		S		300	D	$21.4501	55,252	D	
Common Stock	12/16/2010		S		100	D	$21.455	55,152	D	
Common Stock	12/16/2010		S		298	D	$21.46	54,854	D	
Common Stock	12/16/2010		S		100	D	$21.463	54,754	D	
Common Stock	12/16/2010		S		200	D	$21.47	54,554	D	
Common Stock	12/16/2010		S		1,000	D	$22.07	53,554	D	
Common Stock	12/16/2010		S		200	D	$22.09	53,354	D	
Common Stock	12/16/2010		S		12,889	D	$22.15	40,465	D	
Common Stock	12/16/2010		S		500	D	$22.1501	39,965	D	
Common Stock	12/16/2010		S		100	D	$22.1516	39,865	D	
Common Stock	12/16/2010		S		99	D	$22.1524	39,766	D	
Common Stock	12/16/2010		S		300	D	$22.1538	39,466	D	
Common Stock	12/16/2010		S		130	D	$22.155	39,336	D	
Common Stock	12/16/2010		S		2,096	D	$22.16	37,240	D	
Common Stock	12/16/2010		S		1,906	D	$22.17	35,334	D	
Common Stock	12/16/2010		S		100	D	$22.175	35,234	D	
Common Stock	12/16/2010		S		714	D	$22.18	34,520	D	
Common Stock	12/16/2010		S		500	D	$22.19	34,020	D	
Common Stock	12/16/2010		S		1,120	D	$22.2	32,900	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)														
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Directly-owned shares of the reporting person reflect the redesignation of 27,499 shares. The 27,499 shares have been correctly designated as indirect.
2. 27,499 shares were mistakenly reported as being acquired by the reporting person as directly-owned shares. These 27,499 shares are now correctly designated as being indirectly owned. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.

Linda Kold, Attorney-In-Fact for A. Malachi Mixon, III	12/20/2010
** 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.