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

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1. Name and Address of Reporting Person* Emerick W Scott					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) (First) (Middle) 6065 PARKLAND BLVD.)	3. Date of Earliest Transaction (Month/Day/Year) 07/02/2012									X	Direct Office below	eer (give title w)	below)		specify
(Street) CLEVELAND OH 44124				4. If Amendment, Date of Original Filed (Month/Day/Year)									VP & CFO 6. Individual or Joint/Group Filing (Check Applicable Line)						
(City)	-													X	Form filed by One Reporting Person Form filed by More than One Reporting Person				
				Table I - Non-	-Derivativ	ve Se	curitie	es Acq	uired, Dis	spos	ed of, or B	enefi	cially O	wned					
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day)				Execution Da				Code (Instr.			4. Securities Acquired Disposed Of (D) (Instrand 5)			Secur Bene Own	ficially ed	For (D) Ind	rm: Direct or lirect (I)	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amour	nt (A) or (D) P		Price	Repo Tran	llowing ported ansaction(s) str. 3 and 4)		str. 4)	(Instr. 4)
Common Stock 07/02/201					12			A		20,000		A	\$0		22,500		D		
				Table II - D (e							of, or Ben ertible secu			ed					
1. Title of Derivative Security (Instr. 3)	Conversion		Exec any	Deemed ution Date, if nth/Day/Year)	Code (Instr. 8)		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Freezisal	Day/	on Date	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) Amoun or Numbee of Title Shares		De See (In		9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	y	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership ct (Instr. 4)

Explanation of Responses:

Linda Kold, Attorney-In-Fact for W. 07/05/2012

** 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.