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	L							
OMB Number:	3235-0287							
Estimated average burden								

0.5

hours per response:

1. Name and Address of Reporting Person*				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)	ast) (First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 08/09/2012									X	Direct	tor er (give title		(specify
6065 PARKLAND BLVD.															below) below) President & COO			)
(Street) CLEVELA	ND OF	I 44	4124		4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)				
(City)	(St	ate) (Z	Zip)										X Form filed by One Reporting Person Form filed by More than One Reporting Person					
				Table I - Non-	Derivat	ive Se	curiti	es Acq	uired, Dis	pose	ed of, or Be	neficia	illy Ow	ned				
Date			2. Transaction Date (Month/Day/	ay/Year) E		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Dispo			Securities Acquired (A) o sposed Of (D) (Instr. 3, 4 d 5)			Securities Beneficially Owned		6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership	
							Code	v	Amount	(A) (I			Following Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)	(Instr. 4)		
Common Stock 08/09/20			2				G		5,000	I	)	\$0	1,	186,122	D			
Common Stock 08/31/20			08/31/201	2				F		2,476	I	) \$2	22.17	1,	183,646	D		
Common Stock															1	44,000	I	Trust for Son
Common Stock														1	44,000	I	Trust for first Daughter	
Common Stock														1	44,000	I	Trust for Second Daughter	
Common Stock <sup>(1)</sup>															11,700	I	Crawford Capital Company	
Common Stock <sup>(1)</sup>													4	41,401	I	First Francis Company, Inc.		
				Table II - De (e.							of, or Bene rtible secur		y Owne	d				
Security (Instr. 3)			Exec any	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date E and Expin (Month/E	ratio	sable 7. Ti n Date Amo (ear) Secu Und Deri Secu		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		rivative curity str. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction((Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
							(A)	(D)	Date Exercisab		Expiration Date	:	Amount or Number of Shares					

**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.

> Linda Kold, Attorney-In-Fact for 09/04/2012 Matthew V. Crawford

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).