SEC Form 5

FORM 5

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

Form 3 Holdings Reported.

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

ANNUAL 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

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Person

Form 4 Transa	ctions Reported.		or Section 30(h) of the Investment Company Act of 1940						
1. Name and Add CRAWFORD MA	ress of Reporting Per	rson*	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) 6065 PARKLAN	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2012	X Director X 10% Owner X Officer (give title Other (specify below) President & COO					
(Street) CLEVELAND	ОН	44124	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(City)	(State)	(Zip)		X Form filed by One Reporting Person Form filed by More than One Reporting					

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Veer)		l .	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities	6. Ownership	7. Nature of Indirect Beneficial	
	(Month/Day/Year)	any (Month/Day/Year)	Code (Instr. 8)	Amount	(A) or (D)	Price	Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Common Stock ⁽¹⁾	11/28/2012		G	114,000	A	\$0	546,000	I	By Trust	
Common Stock ⁽²⁾							883,646	D		
Common Stock ⁽²⁾							300,000	I	Big Mountain LLC	
Common Stock ⁽³⁾							11,700	I	Crawford Capital Company	
Common Stock ⁽³⁾							41,401	I	First Francis Company, Inc.	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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

Explanation of Responses:

- 1. Includes 432,000 shares previously reported by the reporting person as being held equally across three trusts (which shares are actually held in one trust).
- 2. The reporting person is the sole member of Big Mountain, LLC. The shares reported as being held by Big Mountain, LLC were previously reported by the reporting person as being directly held
- 3. 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 Matthew V. Crawford 02/14/2013

** 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.