

PARK OHIO HOLDINGS CORP
 Form 4
 June 15, 2015

FORM 4

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

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 CRAWFORD EDWARD F

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.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 06/12/2015

Director 10% Owner
 Officer (give title below) Other (specify below)
 CEO, COB

CLEVELAND, OH 44124
 (City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)
Common Stock	06/12/2015		F	V Amount 11,462 (D) Price \$ 49.37	1,377,861 ⁽¹⁾	D	
Common Stock ⁽²⁾					22,500	I	L'Accent Provence
Common Stock ⁽²⁾					11,700	I	Crawford Capital Company
Common Stock ⁽²⁾					41,401	I	First Francis Company, Inc.

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- (1) This total has been reduced by 48,470 shares reflecting Restricted Stock Units that were previously reported on Table 1 but, pursuant to a Form 4 filed by the reporting person on June 2, 2015, are now reported on Table 2.
- (2) 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.
- (3) Number of shares reported in Individual Account Retirement Plan as of June 12, 2015.
- (4) The reporting person disclaims beneficial ownership of all securities held by his wife and this report shall not be deemed an admission that the reporting person is the beneficial owner of those shares for purposes of Section 16 for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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