#### GREENE KEVIN R

Form 4 June 08, 2006

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Addre GREENE KEV	•	ng Person *	2. Issuer Name and Ticker or Trading Symbol PARK OHIO HOLDINGS CORP	5. Relationship of Reporting Person(s) to Issuer		
			[РКОН]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X Director 10% Owner Officer (give title Other (specify		
23000 EUCLID AVENUE			06/06/2006	below) below)		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
CLEVELAND, OH 44117				Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acq	quired, Disposed of, or Beneficially Owner		

` •	, ,	17 Table	e I - Non-D	erivative	Secur	tues Acq	uirea, Disposea o	i, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	06/06/2006		M	2,561	A	\$ 4.5	6,561	D	
Common Stock	06/06/2006		S	1,000	D	\$ 17.25	5,561	D	
Common Stock	06/06/2006		S	1,000	D	\$ 17.46	4,561	D	
Common Stock	06/06/2006		S	561	D	\$ 17.48	4,000	D	

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

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SEC 1474 (9-02)

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)		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Instr. 8)	Secu Secu (A)	umber Derivative arities uired or bosed of	Expiration Date		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					(D) (Instand	tr. 3, 4, 5)				
							Date Exercisable	Expiration Date	Title	Amount or Number of
				Code V	V (A)	(D)				Shares
Employe Stock Option (	\$ 4.5	06/06/2006		M		2,561	12/28/2002	06/28/2012	Common Stock	2,561

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
1 8	Director	10% Owner	Officer	Other				
GREENE KEVIN R								
23000 EUCLID AVENUE	X							
CLEVELAND, OH 44117								

### **Signatures**

Linda Kold, Attorney-In-Fact for Kevin R.

Greene

06/08/2006

\*\*Signature of Reporting Person Date

### **Explanation of Responses:**

- \* 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).
- (1) Right to buy.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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