WERT JAMES W Form 4 October 11, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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OMB APPROVAL

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obligations

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Zin)

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * WERT JAMES W			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 PARKL	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/07/2011	_X_ Director 10% Owner Officer (give title below) Other (specify 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		
OF EXPELANT	D OTT 4410	4		Form filed by More than One Reporting		

Person

CLEVELAND, OH 44124

(City)

	(City)	(State) (Z	Table Table	I - Non-D	erivative S	Securi	ities Acq	quired, Disposed o	of, or Beneficial	lly Owned
,	1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		Transaction(A) or D Code (D)		ities Acquired isposed of 4 and 5)		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	10/07/2011		M	6,800	A	\$ 4.5	85,800	D	
	Common Stock	10/07/2011		M	9,500	A	\$ 6.28	95,300	D	
	Common Stock							7,500	I	By Family Trust
	Common Stock							7,000	I	Trust for Son
	Common Stock							7,000	I	Trust for Daughter

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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)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (1)	\$ 4.5	10/07/2011		M	6,800	06/28/2002	06/28/2012	Common Stock	6,800
Employee Stock Option (1)	\$ 6.28	10/07/2011		M	9,500	08/01/2003	08/01/2013	Common Stock	9,500

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
WERT JAMES W 6065 PARKLAND BLVD. CLEVELAND, OH 44124	X						

Signatures

Linda Kold, Attorney-in Fact for James W.

Wert

**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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