

FOGARTY PATRICK W
Form 4
November 30, 2017

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 *
FOGARTY PATRICK 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) (First) (Middle)
6065 PARKLAND BLVD.
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/28/2017

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Director Corporate Development

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)
			Code	V	Amount (A) or Price (D)		
Common Stock	11/28/2017		M		10,000 A \$ 15.61	74,114	D
Common Stock	11/28/2017		S		5,745 D \$ 47	68,369	D
Common Stock	11/28/2017		S		700 D \$ 47.05	67,669	D
Common Stock	11/28/2017		S		299 D \$ 47.15	67,370	D
Common Stock	11/28/2017		S		3,200 D \$ 47	64,170	D

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Common Stock	11/28/2017	S	99	D	\$ 47.15	64,071	D
Common Stock	11/29/2017	S	201	D	\$ 47	63,870	D
Common Stock	11/29/2017	S	86	D	\$ 46.85	63,784	D
Common Stock	11/29/2017	S	1,427	D	\$ 47	62,357	D
Common Stock	11/29/2017	S	667	D	\$ 47.1	61,690	D
Common Stock	11/29/2017	S	65	D	\$ 47.2	61,625	D
Common Stock	11/29/2017	S	200	D	\$ 47.35	61,425	D
Common Stock	11/29/2017	S	300	D	\$ 47.4	61,125	D
Common Stock	11/29/2017	S	200	D	\$ 47.55	60,925	D
Common Stock	11/29/2017	S	211	D	\$ 47.6	60,714	D
Common Stock	11/29/2017	S	100	D	\$ 47.65	60,614	D

Common Stock ⁽¹⁾						808	I	Individual Account Retirement Plan
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Transaction Code (Instr. 8)	5. Number of 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	\$ 15.61	11/28/2017		M	10,000	(2)	05/20/2018	Common Stock	10,000
Right to Buy									

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FOGARTY PATRICK W 6065 PARKLAND BLVD. CLEVELAND, OH 44124			Director Corporate Development	

Signatures

Linda Kold, Attorney-In-Fact for Patrick W. Fogarty	11/30/2017
**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) Amount of securities beneficially owned as of November 28, 2017.
- (2) The option vested in three equal installments on 5/20/2009, 5/20/2010 and 5/20/2011.

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.