

GREENE KEVIN R

Form 4

December 13, 2004

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
GREENE KEVIN R

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)

23000 EUCLID AVENUE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/09/2004

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

CLEVELAND, OH 44117

(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 (D)	Price		
Common Stock	12/09/2004		M		13,000	A	\$ 1.91	15,000	D
Common Stock	12/09/2004		S		1,000	D	\$ 22.72	14,000	D
Common Stock	12/09/2004		S		100	D	\$ 22.76	13,900	D
Common Stock	12/09/2004		S		400	D	\$ 22.77	13,500	D
Common Stock	12/09/2004		S		300	D	\$ 22.8	13,200	D

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Common Stock	12/09/2004	S	800	D	\$ 22.81	12,400	D
Common Stock	12/09/2004	S	500	D	\$ 22.85	11,900	D
Common Stock	12/09/2004	S	400	D	\$ 22.94	11,500	D
Common Stock	12/09/2004	S	1,000	D	\$ 22.96	10,500	D
Common Stock	12/09/2004	S	200	D	\$ 22.97	10,300	D
Common Stock	12/09/2004	S	1,000	D	\$ 22.98	9,300	D
Common Stock	12/09/2004	S	2,600	D	\$ 22.99	6,700	D
Common Stock	12/09/2004	S	600	D	\$ 23	6,100	D
Common Stock	12/09/2004	S	100	D	\$ 23.01	6,000	D
Common Stock	12/09/2004	S	417	D	\$ 23.05	5,583	D
Common Stock	12/09/2004	S	1,100	D	\$ 23.06	4,483	D
Common Stock	12/09/2004	S	400	D	\$ 23.07	4,083	D
Common Stock	12/09/2004	S	200	D	\$ 23.09	3,883	D
Common Stock	12/09/2004	S	200	D	\$ 23.11	3,683	D
Common Stock	12/09/2004	S	300	D	\$ 23.12	3,383	D
Common Stock	12/09/2004	S	599	D	\$ 23.21	2,784	D
Common Stock	12/09/2004	S	315	D	\$ 23.24	2,469	D
Common Stock	12/09/2004	S	85	D	\$ 23.25	2,384	D
Common Stock	12/09/2004	S	384	D	\$ 23.31	2,000	D

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

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(9-02)

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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 ⁽¹⁾	\$ 1.91	12/09/2004		M		13,000		11/30/2001	11/30/2011	Common Stock	13,000

Reporting Owners

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

Signatures

Linda Kold,
Attorney-In-Fact

12/13/2004

__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.

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