

FOGARTY PATRICK W
Form 4
November 30, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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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
 Officer (give title below) _____ Other (specify below)
Director Corporate Development

CLEVELAND, OH 44124

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

(City) (State) (Zip)

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

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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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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. 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
Right to Buy								10,000

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.
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