WERT JAMES W Form 4 August 22, 2012

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

0.5

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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 Address of Reporting Person * WERT JAMES W			2. Issuer Name : Symbol	and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
			PARK OHIO HOLDINGS CORP [PKOH]		(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earlies (Month/Day/Year		_X_ Director Officer (give title below)	10% Owner Other (specify below)		
6065 PARK	KLAND BLVI).	08/20/2012					
	(Street)		4. If Amendment	, Date Original	6. Individual or Joint	Group Filing(Check		
			Filed(Month/Day/	(ear)	Applicable Line) _X_ Form filed by One	Reporting Person		
CLEVELA	ND, OH 4412	4			Form filed by More Person	than One Reporting		
(City)	(State)	(Zip)	Table I - No	n-Derivative Securities Acc	quired, Disposed of, or	· Beneficially Owne		
1.Title of	2. Transaction	Date 2A. Deer	med 3.	4. Securities Acquired	5. Amount of 6.	7. Natur		

(- 3)	(3.200.)	1 abi	e I - Non-L	erivative	Secui	rities Acq	uirea, Disposea o	i, or Beneficial	lly Ownea
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed 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	6. Ownership Form: Direct (D) or	Ownership
			Code V	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock							88,300	D	
Common Stock	08/20/2012		S	1,000	D	\$ 21.75	6,500	I	By Family Trust
Common Stock	08/21/2012		S	1,000	D	\$ 21.79	5,500	I	By Family Trust
Common Stock	08/20/2012		S	1,000	D	\$ 21.75	6,000	I	Trust for Son
Common Stock	08/20/2012		S	1,000	D	\$ 21.75	6,000	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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(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ite	Amou	nt of	Derivative]
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	5
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	m: 1	or		
						Exercisable	Date	Title	Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships
Reporting Owner Name / Address	

Director 10% Owner Officer Other

WERT JAMES W 6065 PARKLAND BLVD. X

CLEVELAND, OH 44124

Signatures

Linda Kold, Attorney-In-Fact for James W. Wert 08/22/2012

**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).

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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