

PARK OHIO HOLDINGS CORP  
Form 8-K  
October 14, 2008

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

October 9, 2008

Park-Ohio Holdings Corp.

(Exact name of registrant as specified in its charter)

Ohio

000-03134

34-1867219

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

6065 Parkland Boulevard, Cleveland, Ohio

44124

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

440-947-2000

Not Applicable

Former name or former address, if changed since last report

Park-Ohio Industries, Inc.

(Exact name of registrant as specified in its charter)

Ohio

333-43005

34-6520107

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\_\_\_\_\_  
(State or other jurisdiction  
of incorporation)

\_\_\_\_\_  
(Commission  
File Number)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On October 9, 2008, the Board of Directors of Park-Ohio Holdings Corp. (the "Company") appointed A. Malachi Mixon, III to membership as a director of the Company, effective immediately, to fill a vacancy in the class of directors whose terms expire at the Company's 2009 Annual Meeting of Shareholders. On October 9, 2008, Mr. Mixon was also appointed to membership as a Director of Park-Ohio Industries, Inc. ("Industries"), the Company's operating subsidiary.

Mr. Mixon will be compensated in the manner and amounts applicable to all Directors as described in the Company's 2008 proxy statement, including fees related to service on Board committees.

Mr. Mixon currently services as the Chief Executive Officer and Chairman of the Board of Invacare Corporation ("Invacare"). In the ordinary course of business, the Company sells parts to Invacare and its subsidiaries. Total sales to Invacare and its subsidiaries were approximately \$6.3 million for the year ended December 31, 2007 and \$5.8 million for the nine-month period ended September 30, 2008.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

*October 13, 2008*

Park-Ohio Holdings Corp.

By: *Robert D. Vilsack*

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*Name: Robert D. Vilsack*  
*Title: Secretary*

*October 13, 2008*

Park-Ohio Industries, Inc.

By: *Robert D. Vilsack*

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*Name: Robert D. Vilsack*  
*Title: Secretary*