

PARK OHIO HOLDINGS CORP  
Form 8-K  
May 23, 2016

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) May 19, 2016

Park-Ohio Holdings Corp.  
(Exact name of registrant as specified in its charter)

Ohio    000-03134      34-1867219  
(State or other jurisdiction    (Commission    (I.R.S. Employer  
of incorporation)                      File Number)    Identification No.)  
6065 Parkland Blvd., 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.)

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 (see General Instruction A.2.):

- ..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 5.07 Submission of Matters to a Vote of Security Holders.

Park-Ohio Holdings Corp. (the "Company") held its Annual Meeting of Shareholders on May 19, 2016. The final voting results for the proposals submitted for a vote of shareholders at the Annual Meeting of the Shareholders are set forth below.

Proposal 1. The shareholders elected Matthew V. Crawford, Ronna Romney and Steven H. Rosen as directors of the Company to serve until the 2019 Annual Meeting of the Shareholders. The voting results were as follows:

Director Nominee	For	Withheld	Broker Non-Vote
Mathew V. Crawford	10,686,839	170,666	1,130,841
Ronna Romney	10,622,466	235,039	1,130,841
Steven H. Rosen	10,069,489	788,016	1,130,841

Proposal 2. The shareholders approved the ratification of the selection of Ernst & Young LLP as the Company's independent public accounting firm for 2016. The voting results were as follows:

For	Against	Abstain
11,956,060	28,184	4,102

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.

Park-Ohio  
Holdings  
Corp.  
(Registrant)

Dated: May 23, 2016 /s/ Robert  
D. Vilsack  
Robert D.  
Vilsack  
Secretary  
and Chief  
Legal  
Officer