PARK OHIO HOLDINGS CORP Form SC 13D/A March 18, 2009

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 21)

Park-Ohio Holdings Corp. (Name of Issuer)

Common Stock Par Value \$1.00 Per Share (Title of Class of Securities)

_____700666100____ (CUSIP Number)

Peter Goldstein GAMCO Investors, Inc. One Corporate Center Rye, New York 10580-1435 (914) 921-7732

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

_____March 18, 2009____ (Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box .

CUSIP No	. 700666100						
1	Names of reporting personal I.R.S. identification nos.						
2	Gabelli Funds, LLC	I.D. No. 13-4044523					
2	Check the appropriate box if a member of a group (SEE INSTRUCTIONS)						
	(b)						
3	Sec use only						
4	Source of funds (SEE INSTRUCTIONS) 00-Funds of investment advisory clients						
5	Check box if disclosure of legal proceedings is required pursuant to items 2 (d) or 2 (e)						
6	Citizenship or place of organization New York						
	Number Of	: 7	Sole voting power				
	Shares	: :	340,000 (Item 5)				
	Beneficially	: 8 :	Shared voting power				
	Owned	: :	None				
	By Each	: 9 :	Sole dispositive power				
	Reporting	: :	340,000 (Item 5)				
	Person	:10	Shared dispositive power				
	With	:	None				
11	: Aggregate amount beneficially owned by each reporting person						
	340,000 (Item 5)						
12	Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS)						
13	Percent of class represented by amount in row (11)						
	3.15%						

Type of reporting person (SEE INSTRUCTIONS)
IA

CUSIP No. 700666100 1 Names of reporting persons I.R.S. identification nos. of above persons (entities only) GAMCO Asset Management Inc. I.D. No. 13-4044521 2 Check the appropriate box if a member of a group (SEE INSTRUCTIONS) (a) (b) 3 Sec use only 4 Source of funds (SEE INSTRUCTIONS) 00-Funds of investment advisory clients 5 Check box if disclosure of legal proceedings is required pursuant to items 2 (d) or 2 (e) 6 Citizenship or place of organization New York Number Of : 7 Sole voting power Shares 999,017 (Item 5) Beneficially : 8 Shared voting power Owned None By Each :9 Sole dispositive power Reporting 1,009,017 (Item 5) Shared dispositive power Person :10 With None 11 Aggregate amount beneficially owned by each reporting person 1,009,017 (Item 5) 12 Check box if the aggregate amount in row (11) excludes certain shares (SEE INSTRUCTIONS) 13 Percent of class represented by amount in row (11)

9.35 %

Type of reporting person (SEE INSTRUCTIONS)

IA, CO

CUSIP No	. 700666100						
1	Names of reporting persons						
	I.R.S. identification nos. of above persons (entities only)						
	MJG Associates, Inc. I.D. No. 06-1304269						
2	Check the appropriate box if a member of a group (SEE						
	INSTRUCTIONS)						
	(b)						
3	Sec use only						
4	Source of funds (SEE INSTRUCTIONS)						
	00-Client Funds						
5	Check box if disclo	osure of legal proceed	dings is required pursuant to items 2 (d) or 2 (e)				
6	Citizenship or place	e of organization					
	Connecticut						
	Number Of	: 7	Sole voting power				
		:					
	Shares	:	1,500 (Item 5)				
		:					
	Beneficially	: 8	Shared voting power				
		:					
	Owned	:	None				
		:					
	By Each	: 9	Sole dispositive power				
		:	4 700 (7 7)				
	Reporting	:	1,500 (Item 5)				
		:					
	Person	:10	Shared dispositive power				
	XX7°.1	:	Y				
	With	:	None				
1.1	A consistency with the Civille consist by the Civil						
11	Aggregate amount beneficially owned by each reporting person						
	1 500 (Jan. 5)						
	1,500 (Item 5)						
10	Charle have if the aggregate amount in your (11) avaludes sentain shares						
12	Check box if the aggregate amount in row (11) excludes certain shares						
	(SEE INSTRUCTIONS)						
13	Percent of class represented by amount in row (11)						
1.3	1 or one or						
	0.01%						
	0.01 /0						

Type of reporting person (SEE INSTRUCTIONS)
CO

CUSIP No.	700666100						
1	Names of reporting persons						
	I.R.S. identification nos. of above persons (entities only)						
2	GGCP, Inc. I.D. No. 13-3056041 Check the appropriate box if a member of a group (SEE						
2	INSTRUCTIONS)						
		,		(a)			
	<i>a</i> >						
3	(b) Sec use only						
3	See use only						
4	Source of funds (SEE INSTRUCTIONS)						
	None						
5	Chack hav if disclosure of legal proceedings is required pursuant to items 2 (4) or 2 (a)						
3	Check box if disclosure of legal proceedings is required pursuant to items 2 (d) or 2 (e)						
6	Citizenship or place of organization						
	New York						
	Number Of	: 7	Sole voting power				
		:	• •				
	Shares	:	None				
	Beneficially	: : 8	Shared voting power				
	Belieficially	:	Shared voting power				
	Owned	:	None				
	D E 1	:					
	By Each	: 9	Sole dispositive power				
	Reporting	· :	None				
	1 6	:					
	Person	:10	Shared dispositive power				
	With	:	None				
	VV IUI	· :	None				
11	Aggregate amount beneficially owned by each reporting person						
	None						
12	Check box if the aggregate amount in row (11) excludes certain shares						
12	(SEE INSTRUCTIONS) X						
13	Percent of class represented by amount in row (11)						
13	refeelt of class represented by amount in fow (11)						
	0.00%						
			NATTO NO.				
14	Type of reporting HC, CO	person (SEE INSTR	RUCTIONS)				

CUSIP No. 700666100 Names of reporting persons 1 I.R.S. identification nos. of above persons (entities only) GAMCO Investors, Inc. I.D. No. 13-4007862 2 Check the appropriate box if a member of a group (SEE **INSTRUCTIONS**) (b) 3 Sec use only 4 Source of funds (SEE INSTRUCTIONS) None 5 Check box if disclosure of legal proceedings is required pursuant to items 2 (d) or 2 (e) 6 Citizenship or place of organization New York : 7 Number Of Sole voting power : Shares None Beneficially Shared voting power : 8 Owned None : 9 By Each Sole dispositive power Reporting None Person :10 Shared dispositive power With None 11 Aggregate amount beneficially owned by each reporting person None

Check box if the aggregate amount in row (11) excludes certain shares

(SEE INSTRUCTIONS) X

13

12

(a)