“At ParkOhio, we have a responsibility to act with integrity and make ethics a priority. As a diverse family of companies operating in numerous countries around the world, the correct legal or ethical path may not always be clear. This Code of Business Conduct and Ethics steers you to the right path by setting forth the foundational principles we must follow in all of the places we do business. Apply this Code to your work, share it with your colleagues and teams, and lead by example.

When issues arise, ask questions and seek help from our Compliance Office and Legal Department. When you observe misconduct in any form, report it to our Company Resources or the Ethics Hotline. Retaliation against someone who makes a good faith report will not be tolerated.

Thank you for your commitment to safeguarding ParkOhio’s long heritage of integrity. When we work together to achieve our goals the right way, we will achieve our greatest successes as a Company.”

Matt Crawford
Chairman & Chief Executive Officer
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Management Responsibilities

- Managers have a special responsibility to reinforce compliance with this Code and foster an environment where employees can raise issues and questions without fear of retaliation. Managers who become aware of potential misconduct must refer the matter to the ParkOhio Compliance Officer, ParkOhio Chief Legal Officer, or a member of the Ethics Committee. Managers are prohibited from conducting their own investigations of alleged misconduct.

Training

- All employees are required to complete training on the matters covered in this Code. Training may be distributed live or online through a learning management system. Training protocols are administered by the ParkOhio Compliance Office and Human Resources, and supplemental training may be provided to address specific risk areas for certain employee groups.
CONFIDENTIAL REPORTING & INVESTIGATIONS

Reporting and Non-Retaliation

- Any employee who is aware of or suspects a violation of this Code, internal policies, or the law must report it to a Company Resource or through the Ethics Hotline.

- The Company fully supports employees who make honest, good-faith reports and prohibits retaliation against an employee who makes a report or cooperates in an investigation. Retaliation is itself a breach of this Code and cause for disciplinary action, up to and including termination of employment or service.

  - See Whistleblower and Non-Retaliation Policy

Investigations and Discipline

- The Company investigates all reports of potential misconduct, and employees are expected to cooperate and to provide complete and truthful information in connection with any investigation.

- If an investigation reveals that an employee acted inconsistently with the Code, our policies, or the law, the employee will be disciplined appropriately, up to and including termination of employment or service and potential legal action.

  - See Ethics Committee Charter and Investigation Procedure
ANTI-CORRUPTION

Bribery and corruption are strictly prohibited.

- It is never acceptable for an employee to give, receive, or offer a bribe to anyone, including so called “facilitating payments.” We would rather lose the business than secure it through a bribe, kickback, or other improper payment.

- Remember that bribes involve the giving or accepting of *anything of value* - not just obvious items like cash. For example, bribes can be made by paying for non-business travel, through a charitable donation, giving excessive gifts, or by hiring an employee as a favor to someone.

- Third party intermediaries such as distributors, agents, consultants, and sales representatives are also prohibited from giving, offering, or accepting bribes on ParkOhio’s behalf. We must conduct appropriate due diligence on all third parties with whom we seek to partner or do business.

- Gifts, entertainment, hospitality, travel, customer events, and other gratuities must be accurately recorded, modest, infrequent, and only for legitimate business purposes.

- Political contributions from Company funds are prohibited, and charitable donations must be for a legitimate charitable purpose and not a pretext for an exchange of benefits.

- We hire employees or engage business partners based on their merits and not as a favor to a customer, government official, or other third party.

- Money laundering disguises the true sources of funds that have been criminally derived. Be suspicious of and immediately report large payments in cash; payments from an unusual financing source; the transfer of funds to or from countries or entities unrelated to the transaction; unusually complex deals; or attempts to evade record-keeping or reporting requirements.

  - See *Anti-Corruption Policy*
FINANCE & ACCOUNTING

We prepare complete and accurate business records and financial data.

- Our books, records, accounts, and financial statements must be maintained in appropriate detail, accurately reflect our transactions, and conform to applicable legal and accounting requirements and to our system of internal controls.

- We maintain disclosure controls and procedures to ensure that the information included in our public filings and reports is full, fair, accurate, timely, and understandable.

- We require cooperation and open communication with our internal and external auditors. Any action to fraudulently influence, coerce, manipulate, or mislead any internal or external auditor is prohibited.

CUSTOMERS & COMPETITION

We compete fairly and treat our customers with respect.

- We win customers based on our products or services and do not disparage our competitors or use non-public information about our competitors.

- We maintain customer confidences and safeguard all customer data and information. Employees and business partners may only access customer information as needed for legitimate business purposes and only as permitted by law.

- We comply with relevant antitrust and fair competition laws in all jurisdictions in which we do business. We never agree with competitors to set prices, limit production, divide markets or bids, or make any other agreements to limit competition. As a general rule, employees should not discuss prices, clients, suppliers, product plans, or other confidential information with any competitors.

  See Antitrust Policy
INFORMATION & ASSETS

We safeguard confidential information, Company assets, and personal data.

- Fraud is strictly prohibited. Employees must be on the alert for and report theft, abuse, and waste of Company assets, such as inappropriate use of credit cards and false expense reports.

- Our trade secrets, technical data, marketing plans, intellectual property, and other proprietary information must be kept strictly confidential and protected from unauthorized disclosure.

- Employees are prohibited from using confidential information to trade in ParkOhio securities and are prohibited from sharing such information with others for the purpose of trading in ParkOhio securities. 

  - See Insider Trading Policy and Fair Disclosure Policy

- Employees must adequately secure Company devices, computers, and systems and use them only for legitimate business purposes. Employees should avoid using personal systems or personal email accounts to conduct Company business.

- We comply with applicable data privacy laws and collect, hold, and use personal data only for express business purposes and only for as long as required. Only employees who are expressly authorized may access or obtain personal data.

- Employees must consult with the ParkOhio Compliance Office and their IT Department before transferring any personal data across borders to ensure compliance with laws and regulations.

  - See Data Protection Policy
GLOBAL TRADE

We follow all trade sanctions, export, and import laws.

- Employees and business partners must comply with applicable sanctions and embargoes imposed by the United States or any other jurisdiction in which we do business. All customers, end users, suppliers, vendors, distributors, agents, resellers, and other business partners must be screened against restricted party and watch lists.

- We follow all applicable import and export laws, including obtaining required licenses and ensuring proper documentation of the classification, value, country of origin, destination, and end users of all products, materials, and technology that are imported or exported by the Company or its business partners.

  - See Global Trade Compliance Policy

ENVIRONMENT & SUSTAINABILITY

We support a healthy environment and human rights.

- We comply with all applicable environmental laws. Environmental managers are required to understand applicable environmental laws and conduct or assist in periodic audits of their facilities.

- We support human rights and social responsibility and prohibit all forms of human trafficking and involuntary labor. We expect our business partners to hold these same standards.
CONFLICTS OF INTEREST

We avoid conflicts and the perception of impropriety.

- Employees must avoid situations that cast doubt on whether the employee is acting in the best interests of the Company.

- Employees may not use Company property, time, or opportunities for personal gain, and they may not compete with ParkOhio.

- Potential conflicts of interest must be promptly disclosed to one of our Company Resources. Employees with a potential conflict must recuse themselves from making Company decisions until the conflict has been resolved.

  See Conflicts of Interest Policy

WORKPLACE CONDUCT & SAFETY

We maintain a safe and respectful workplace.

- Every employee is responsible for acting professionally and assuring that the workplace is free from inappropriate conduct and harassment.

- We are committed to diversity and equal opportunity without regard to sex, race, color, religion, national origin, age, disability, sexual orientation, veteran status, or any other classification protected by applicable law.

- We integrate sound safety and health practices into our operations and comply with workplace safety regulations. Every employee is responsible for following established safe work practices and procedures, including proper usage of safety equipment.
COMPANY RESOURCES

Employees should contact a Company Resource to report violations and ask questions.

• Management
• Human Resources
• ParkOhio’s Compliance Office (pkoh.compliance@pkoh.com)
• ParkOhio’s Chief Legal Officer
• ParkOhio’s internal audit team

ETHICS HOTLINE

Employees also have the option to submit confidential, anonymous reports through the Ethics Hotline.

• Web Intake and Non-US Phone Numbers – www.convercent.com/report
• US and Canada Phone Number – +1 (800) 461-9330
CORE POLICIES

- Anti-Corruption Policy
- Antitrust Policy
- Conflicts of Interest Policy
- Contract Approval Policy
- Data Protection Policy
- Ethics Committee Charter and Investigation Procedure
- Fair Disclosure Policy
- Global Trade Compliance Policy
- Insider Trading Policy
- Whistleblower and Non-Retaliation Policy