NACCO INDUSTRIES INC

Form 4

January 05, 2017

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

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

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 * WILLIAMS CLARA R

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First) (Middle) NACCO INDUSTRIES INC [NC]

(Check all applicable)

NACCO INDUSTRIES, INC., 5875 LANDERBROOK DRIVE, STE.

220

3. Date of Earliest Transaction (Month/Day/Year)

12/22/2016

Director 10% Owner Officer (give title __X_ Other (specify

below) below) Member of a group

(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

MAYFIELD HEIGHTS, OH 44124

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (Instr.		4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Class A Common Stock	12/22/2016			v		D D	(<u>1</u>)	12,203	I	By Assoc II (2)
Class A Common Stock	12/22/2016		G	V	199	A	(1)	8,003	I	By Assoc II/Daughter (3)
Class A Common Stock	12/22/2016		G	V	199	D	<u>(1)</u>	12,004	I	By Assoc II (2)
Class A	12/22/2016		G	V	199	A	<u>(1)</u>	9,378	I	Ву

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Common Stock									AssocII/Daughter 2 (3)	
Class A Common Stock	12/22/2016	G	V	100	A	(1)	12,104	I	By Assoc II (2)	
Class A Common Stock	12/22/2016	G	V	199	A	(1)	12,303	I	By Assoc II (2)	
Class A Common Stock	12/22/2016	G	V	199	A	(1)	6,736	I	By AssocII/Spouse (4)	
Class A Common Stock	12/22/2016	G	V	199	A	(1)	8,202	I	By Assoc II/Daughter (3)	
Class A Common Stock	12/22/2016	G	V	199	A	(1)	9,577	I	By AssocII/Daughter 2 (3)	
Class A Common Stock	01/03/2017	A(5)		243	A	(1)	8,292	I	By Spouse (6)	
Class A Common Stock							9,628	I	by RAIV (A)	
Class A Common Stock							68,094	I	By Trust (7)	
Class A Common Stock							2,553	I	By Trust/Child2	
Class A Common Stock							3,927	I	Trust/Child1 (8)	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. orNumber	6. Date Exercisable and Expiration Date		8. Price of Derivative
Security (Instr. 3)	or Exercise Price of		any (Month/Day/Year)	Code (Instr. 8)	of Derivativ	(Month/Day/Year)	(Instr. 3 and 4)	Security (Instr. 5)

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	Derivative Security			Ac (A Di of (In	equired a) or sposed (D) astr. 3, and 5)				
		Code	V	(A	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	<u>(1)</u>					<u>(1)</u>	<u>(1)</u>	Class A Common Stock	69,458
Class B Common Stock	<u>(1)</u>					<u>(1)</u>	<u>(1)</u>	Class A Common Stock	32,199
Class B Common Stock	<u>(1)</u>					(1)	(1)	Class A Common Stock	9,195

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WILLIAMS CLARA R NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, STE. 220 MAYFIELD HEIGHTS, OH 44124

Member of a group

Signatures

/s/ Jesse L. Adkins, attorney-in-fact

01/05/2017

**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).
- (1) N/A
- (2) Represents the Reporting Person's proportionate limited partnership interest in shares held by rankin Associates II, L.P.
- (3) Represents the Reporting Person's daughter's proportionate limited partnership interest in shares held by Rankin Associates II, L.P. Reporting Person disclaims beneficial ownership of all such shares.
- (4) Represents the Reporting Person's spouse's proportionate limited partnership interest in shares held by Rankin Associates II, L.P. Reporting Person disclaims beneficial ownership of all such shares.
- (5) Spouse's shares of Class A Common Stock awarded to the Reporting Person's spouse as "Required Shares" under the company's Non-Employee Directors' Equity Compensation Plan
- (6) By Spouse. Reporting Person disclaims beneficial ownership of all such shares.

Reporting Owners 3

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- (7) Held by trust for the benefit of Reporting Person.
- (8) Held by Trust, Reporting Person's spouse is Trustee, for the benefit of Reporting Person's minor child. Reporting Person disclaims beneficial ownership of all such shares.
- (9) RAI-Represents Reporting Person's limited partnership interest in shares held by Rankin Associates I, L.P.

Remarks:

"Remark on Insider Relationship" - As a member of a "group" deemed to own more than 10% of an equity security as a result 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.