

RANKIN MATTHEW M

Form 4

January 04, 2019

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
*See Instruction*  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
RANKIN MATTHEW M

(Last) (First) (Middle)

NACCO INDUSTRIES, INC., 5875  
LANDERBROOK DRIVE, STE.  
220

(Street)

MAYFIELD HEIGHTS, OH 44124

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
NACCO INDUSTRIES INC [NC]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/08/2018

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☒ Other (specify  
below)

Member of a group

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				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)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock <sup>(1)</sup>	11/08/2018		G	V	102	A	<u>(2)</u>	9,205	I	By RAI <sup>(3)</sup>
Class A Common Stock <sup>(1)</sup>	11/08/2018		G	V	205	A	<u>(2)</u>	9,410	I	By RAI <sup>(3)</sup>
Class A Common Stock	11/08/2018		G	V	102	A	<u>(2)</u>	1,507	I	Trust/RAI/Child <sup>(4)</sup> 2
Class A	11/08/2018		G	V	102	A	<u>(2)</u>	1,655	I	Trust/RAI/Child1

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Common Stock									(4)
Class A Common Stock (1)	11/08/2018	G	V	205	D	(2)	9,205	I	By RAI (3)
Class A Common Stock	11/08/2018	G	V	205	A	(2)	1,860	I	Trust/RAI/Child1 (4)
Class A Common Stock (1)	11/08/2018	G	V	205	D	(2)	9,000	I	By RAI (3)
Class A Common Stock	11/08/2018	G	V	205	A	(2)	1,712	I	Trust/RAI/Child2 (4)
Class A Common Stock	01/02/2019	A(5)		682	A	(2)	14,233	I	By Trust (6)
Class A Common Stock							722	I	By Spouse (7)
Class A Common Stock (1)							2,058	I	By RAI/Spouse (8)
Class A Common Stock							645	I	Trust/Child1 (9)
Class A Common Stock (1)							500	D	
Class A Common Stock							563	I	Trust/Child2 (9)

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 Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned
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Derivative Security	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Instr. 3 and 4)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

RANKIN MATTHEW M  
NACCO INDUSTRIES, INC.  
5875 LANDERBROOK DRIVE, STE. 220  
MAYFIELD HEIGHTS, OH 44124

X

Member of a group

## Signatures

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

01/04/2019

\_\_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).

- As a member of a "group" deemed to own more than 10% of an equity security as a result of being a party to a Stockholders' Agreement,
- (1) dated as of March 15, 1990, beneficially owned by each of the signatories to such agreement (the "Agreement"), the Reporting Person disclaims beneficial ownership of any such shares of Stock owned by any other signatory to the Agreement.
  - (2) N/A
  - (3) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.
  - (4) Shares represent the Reporting Person's minor child's proportionate limited interests in shares held by Rankin Associates II, L.P. Shares held by Reporting Person as co-trustee with PNC Bank. Reporting Person disclaims beneficial ownership of all such shares.
  - (5) Shares of Class A Common Stock awarded to the Reporting Person as "Required Shares" under the company's Non-Employee Directors' Equity Compensation Plan.
  - (6) Held through a trust for the benefit of Reporting Person.
  - (7) Held by Spouse. Reporting Person disclaims beneficial ownership of all such shares.
  - (8) Represents the Reporting Person's spouse's proportionate limited partnership interests in shares held by Rankin Associates II, L. P. Reporting Person disclaims beneficial ownership of all such shares.
  - (9) Held by Trust for Reporting Person's minor child. Reporting Person and Reporting Person's brother, James T. Rankin are co-trustees of the trust. Reporting Person disclaims beneficial ownership of all such shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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