

NACCO INDUSTRIES INC
Form 4
January 05, 2017

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WILLIAMS DAVID B

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

**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 below) Other (specify below)
Member of a group

(Street)

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

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

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. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) | | | 5. Amount of Securities Beneficially Owned or Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------|---|--|--|-------------------------------------|
| | | | | (A) or (D) | Code | V | | | |
| Class A Common Stock | 12/22/2016 | | G | V | 199 | D | 12,203 | I | By Assoc II/Spouse ⁽²⁾ |
| Class A Common Stock | 12/22/2016 | | G | V | 199 | A | 8,003 | I | By Assoc II/Daughter ⁽³⁾ |
| Class A Common Stock | 12/22/2016 | | G | V | 199 | D | 12,004 | I | By Assoc II/Spouse ⁽²⁾ |
| Class A Common Stock | 12/22/2016 | | G | V | 199 | A | 9,378 | I | By Assoc |

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| | | | | | | | | | | |
|----------------------|------------|--|------------------|---|-----|---|----------|--------|----------------------------|----------------------------------|
| Common Stock | | | | | | | | | II/Daughter2 <u>(3)</u> | |
| Class A Common Stock | 12/22/2016 | | G | V | 100 | A | <u>1</u> | 12,104 | I | By Assoc II/Spouse <u>(2)</u> |
| Class A Common Stock | 12/22/2016 | | G | V | 199 | A | <u>1</u> | 12,303 | I | By Assoc II/Spouse <u>(2)</u> |
| Class A Common Stock | 12/22/2016 | | G | V | 199 | A | <u>1</u> | 6,736 | I | By Assoc II <u>(4)</u> |
| Class A Common Stock | 12/22/2016 | | G | V | 199 | A | <u>1</u> | 8,202 | I | By Assoc II/Daughter <u>(3)</u> |
| Class A Common Stock | 12/22/2016 | | G | V | 199 | A | <u>1</u> | 9,577 | I | By Assoc II/Daughter2 <u>(3)</u> |
| Class A Common Stock | 01/03/2017 | | A ⁽⁵⁾ | | 243 | A | <u>1</u> | 8,292 | D | |
| Class A Common Stock | | | | | | | | 9,628 | I | to Spouse by RAIV (A) |
| Class A Common Stock | | | | | | | | 68,094 | I | By Spouse/Trust <u>(6)</u> |
| Class A Common Stock | | | | | | | | 2,553 | I | Trust/Child 2 <u>(7)</u> |
| Class A Common Stock | | | | | | | | 3,927 | I | By Trust/Child1 <u>(7)</u> |

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

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(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 (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|---|--|
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|---|--|

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

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.

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