#### NACCO INDUSTRIES INC

Form 4

January 05, 2017

## 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

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

January 31, Expires: 2005 Estimated average

**OMB APPROVAL** 

3235-0287

0.5

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Number:

Form 5 obligations may continue. See Instruction

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 DAVID B

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(Middle)

NACCO INDUSTRIES INC [NC] 3. Date of Earliest Transaction

(Check all applicable)

(First) NACCO INDUSTRIES, INC., 5875

(Month/Day/Year) 12/22/2016

\_X\_\_ Director 10% Owner Officer (give title \_\_X\_ Other (specify below) below)

Member of a group

LANDERBROOK DRIVE, STE.

(Street)

220

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

MAYFIELD	HEIGHTS,	OH 44124
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(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. Securit nAcquired Disposed (Instr. 3,	(A) o of (D	)	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		G	V	199	D	(1)	12,203	I	By Assoc II/Spouse (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	(1)	12,004	I	By Assoc II/Spouse (2)
Class A	12/22/2016		G	V	199	A	<u>(1)</u>	9,378	I	By Assoc

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Common Stock									II/Daughter2
Class A Common Stock	12/22/2016	G	V	100	A	<u>(1)</u>	12,104	I	By Assoc II/Spouse (2)
Class A Common Stock	12/22/2016	G	V	199	A	<u>(1)</u>	12,303	I	By Assoc II/Spouse (2)
Class A Common Stock	12/22/2016	G	V	199	A	<u>(1)</u>	6,736	I	By Assoc II
Class A Common Stock	12/22/2016	G	V	199	A	<u>(1)</u>	8,202	I	By Assoc II/Daughter (3)
Class A Common Stock	12/22/2016	G	V	199	A	<u>(1)</u>	9,577	I	By Assoc II/Daughter2
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 (6)
Class A Common Stock							2,553	I	Trust/Child 2
Class A Common Stock							3,927	I	By Trust/Child1

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			Acqu (A) o	osed O) r. 3,				
		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>					<u>(1)</u>	<u>(1)</u>	Class A Common Stock	9,195

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
WILLIAMS DAVID B								
NACCO INDUSTRIES, INC.	X			Mambar of a group				
5875 LANDERBROOK DRIVE, STE. 220	Λ			Member of a group				
MAYFIELD HEIGHTS, OH 44124								

## **Signatures**

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

\*\*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 spouse's proportionate limited partnership interest in shares held by Rankin Associates II, L.P. Reporting Person disclaims beneficial ownership of all such shares.
- (3) Represents the Reporting Person's child'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 proportionate limited partnership interest in shares held by Rankin Associates II, L.P.
- (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 by trust for the benefit of Reporting Person's Spouse. Reporting Person disclaims beneficial ownership of all such shares.

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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. 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.