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NACCO INDUSTRIES INC Form 5 February 14, 2017 **OMB APPROVAL** FORM 5 OMB UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations **OWNERSHIP OF SECURITIES** response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer **RANKIN ALISON A** Symbol NACCO INDUSTRIES INC [NC] (Check all applicable) (Last) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) Director 10% Owner Officer (give title ___X__ Other (specify 12/31/2016 below) below) NACCO INDUSTRIES, Member of a group INC., Â 5875 LANDERBROOK DRIVE, STE. 220 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) MAYFIELD _X_ Form Filed by One Reporting Person HEIGHTS, OHÂ 44124 Form Filed by More than One Reporting Person (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)	(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of 6. Securities Ownership Beneficially Form: Owned at Direct (D) end of or Indirect		7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price	Issuer's Fiscal Year (Instr. 3 and 4)	(I) (Instr. 4)	(11041-1)
Class A Common Stock	12/22/2016	Â	G	199	D	\$ 0 (1)	5,019	I	By Assoc II/Spouse (2)
Class A Common Stock	12/22/2016	Â	G	199	А	\$ 0 (1)	17,987	I	By Assoc II/Daughter 1
	11/04/2016	Â	G	27,870	D		5,019	I	

Class A Common Stock						\$ 0 (1)			By Assoc II/Spouse (2)
Class A Common Stock	11/04/2016	Â	G	27,870	Α	\$ 0 (1)	29,986	I	By Assoc II
Class A Common Stock	12/22/2016	Â	G	199	D	\$ 0 (1)	5,019	I	By Assoc II/Spouse (2)
Class A Common Stock	12/22/2016	Â	G	199	A	\$ 0 (1)	19,875	I	By Assoc II/Daughter 2 (3)
Class A Common Stock	12/22/2016	Â	G	100	А	\$ 0 (1)	17,987	Ι	By Assoc II/Daughter 1 (3)
Class A Common Stock	12/22/2016	Â	G	100	А	\$ 0 (1)	19,875	Ι	By Assoc II/Daughter 2 (3)
Class A Common Stock	Â	Â	Â	Â	Â	Â	6,613	Ι	By Trust (5)
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,046	Ι	By Trust (Daughter 2) $(\underline{6})$
Class A Common Stock	Â	Â	Â	Â	Â	Â	200	I	Reporting Person's spouse serves as Trustee for the benefit of Elisabeth Rankin
Class A Common Stock	Â	Â	Â	Â	Â	Â	3,933	I	By Trust (Daughter 1) $(\underline{6})$
Class A Common Stock	Â	Â	Â	Â	Â	Â	200	I	Reporting Person's spouse serves as Trustee for the benefit of A. Farnham Rankin
Class A Common Stock	Â	Â	Â	Â	Â	Â	6	I	By Spouse (GP) <u>(7)</u>
	Â	Â	Â	Â	Â	Â	19,578	Ι	

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Class A Common Stock									By Spouse (RA4) (8)
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,975	Ι	By Spouse/RMI (Delaware) (9)
Class A Common Stock	Â	Â	Â	Â	Â	Â	75,461	I	By Spouse/Trust

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

Persons who respond to the collection of informationSEC 2270contained in this form are not required to respond unless(9-02)the form displays a currently valid OMB control number.(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 Derivative Security	3. Transaction Date (Month/Day/Year)		4. Transaction Code (Instr. 8)	Number		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	Â	Â	Â	Â	Â	Â	(<u>1)</u>	(<u>1)</u>	Class A Common Stock	75,504
Class B Common Stock	Â	Â	Â	Â	Â	Â	(<u>1)</u>	(1)	Class A Common Stock	5,143
Class B Common Stock	Â	Â	Â	Â	Â	Â	(1)	(1)	Class A Common Stock	5,143

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Class B Common Stock	\$ 0 <u>(1)</u>	Â	Â	Â	Â	Â	(1)	(1)	Class A Common Stock	19
Class B Common Stock	\$ 0 <u>(1)</u>	Â	Â	Â	Â	Â	(1)	(1)	Class A Common Stock	65,478
Class B Common Stock	\$ 0 <u>(1)</u>	Â	Â	Â	Â	Â	(1)	(1)	Class A Common Stock	118,125
Class B Common Stock	\$ 0 <u>(1)</u>	Â	Â	Â	Â	Â	(1)	(1)	Class A Common Stock	4,808

Reporting Owners

Reporting Owner Name / Address			Relationships						
		Director	10% Owner	Officer	Other				
RANKIN ALISON A NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, STI MAYFIELD HEIGHTS, OH 4412		20 Â	Â	Â	Member of a group				
Sign	atures								
/s/ Jesse L. Adkins, attorney-in-fact		2/14/2017							
<u>**</u> Sigi	nature of Reporting Person	Date							
Expl	anation of Respon	ses:							
*	If the form is filed by more than one rep		see Instruction	4(b)(v).					
**	Intentional misstatements or omissions of	f facts constitu	ite Federal Cri	minal Vic	blations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).				
(1)	N/A								
(2)	(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 daughter's proportionate limited partnership interest in shares held by Rankin Associates II, L.P. which is held in a trust for the benefit of the daughter. Reporting Person is the co-trustee of the Trust. Reporting Person disclaims beneficial ownership of all such shares.								
(4)	Represents the Reporting Person's propo	rtionate limite	ionate limited partnership interests in shares held by Rankin Associates II, L.P						

- (5) Reporting Person serves as Trustee of a Trust for the benefit of Alison Rankin.
- (6) Held by Trust, Reporting Person is Co-Trustee for the benefit of Reporting Person's daughter. Reporting Person disclaims beneficial ownership of all such shares.

GP-Represents Reporting Person's spouse's proportionate limited partnership interest in shares of Rankin Associates IV, L.P. held by
 the Trust for the benefit of Reporting Person's spouse, as general partner. Reporting Person disclaims beneficial ownership of all such shares.

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- (8) (RA4) Represents Reporting Person's Spouse's proportionate limited partnership interest in shares held by Rankin Associates IV, L.P. Reporting Person disclaims beneficial ownership of all such shares.
- (9) Represents the Reporting Person's spouse's proportionate interest in shares held by Rankin Management, Inc. ("RMI"). Reporting Person disclaims beneficial ownership of all such shares.
- (10) Reporting Person's spouse serves as Trustee of a Trust for the benefit of Roger F. Rankin. Reporting Person disclaims beneficial ownership of all such shares.
- (11) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates I, L.P.
- (12) Represents the Reporting Person's spouse proportionate limited partnership interest in shares held by Rankin Associates I, L.P. Reporting Person disclaims beneficial ownership of all such shares.

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Remarks:

"Remark on Insider Relationship" - As a member of a "group" deemed to own more than 10%Â c

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.