NACCO INDUSTRIES INC

Form 5

February 14, 2017

FORM 5 UNITED STATES SECURITIES AND EVOLANCE COMMISSION OMB

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

Number: 3235-0362 Expires: January 31, 2005

3235-0362

no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 1.0

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Reported

Filed(Month/Day/Year)

Form 4 Transactions Reported

30(h) of the Investment Company Act of 1940

1. Name and Ad RANKIN CL	_	-	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	NACCO INDUSTRIES INC [NC] 3. Statement for Issuer's Fiscal Year Ended	(Check all applicable)			
NACCO IND			(Month/Day/Year) 12/31/2016	Director 10% Owner Officer (give titleX Other (specify below) Member of a group			
INC., 5875 DRIVE, STE		BROOK					
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Reporting			

MAYFIELD HEIGHTS, OHÂ 44124

X Form Filed by One Reporting Person __ Form Filed by More than One Reporting

(check applicable line)

(City)	(State)	^{Zip)} Tabl	e I - Non-Deri	vative Sec	curitie	s Acqui	ired, Disposed o	f, or Beneficial	ly 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. Securi Acquired Disposed (Instr. 3,	d (A) of (D) 4 and (A) or))	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (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	Â	G	100	A	\$ 0 (1)	10,631	I	By Assoc II (2)
Class A Common Stock	12/22/2016	Â	G	199	A	\$ 0 (1)	199	I	By Assoc II/Son (3)
Class A Common	12/22/2016	Â	G	100	A	\$ 0 (1)	10,631	I	By Assoc II (2)

Stock

Class A Common \hat{A} \hat{A} \hat{A} \hat{A} \hat{A} \hat{A} \hat{A} \hat{A} 5,640 I By Trust Stock

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 2270 (9-02)

9. of D So

E:

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and	int of lying ities	Derivative Security (Instr. 5)
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

RANKIN CLAIBORNE R JR NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, STE. 220 MAYFIELD HEIGHTS, OHÂ 44124

 \hat{A} \hat{A} \hat{A} Member of a group

Signatures

/s/ Jesse L. Adkins, attorney-in-fact 02/14/2017

**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 interests in shares held by Rankin Associates II, L.P.-----
- (3) Represents the Reporting Person's son's proportionate limited partnership interests in shares held by Rankin Associates II, L.P., which is held in a trust for the benefit of the son. Reporting Person is the trustee of the trust. Reporting Person disclaims beneficial ownership

Reporting Owners 2

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of all such shares.

(4) Held through a trust for the benefit of Reporting Person.

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Remarks:

 $"Remark\hat{A} \ on \hat{A} \ Insider \hat{A} \ Relationship \\ "\hat{A} \ -\hat{A} \ As \hat{A} \ a\hat{A} \ member \hat{A} \ of \hat{A} \ a\hat{A} \ "group \\ "\hat{A} \ deemed \hat{A} \ to \hat{A} \ own \hat{A} \ more \hat{A} \ than \hat{A} \ 10\% \hat{A} \ constant \\ As \hat{A} \ a\hat{A} \ member \hat{A} \ of \hat{A} \ of$

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.