

Freyer Cory
Form 4
August 17, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Freyer Cory

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 DR., SUITE 220

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/08/2017

____ Director
____ Officer (give title below) Other (specify below)
Member of a Group

CLEVELAND, OH 44124

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

(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) (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	02/08/2017		J ⁽¹⁾	V	1,421	A	<u>(2)</u> 93,543	I	By Spouse ⁽³⁾
Class A Common Stock	08/15/2017		J ⁽⁴⁾	V	3,835	D	<u>(2)</u> 7,669	I	By Spouse/Trust ⁽⁵⁾
Class A Common Stock	08/15/2017		J ⁽⁴⁾	V	3,835	D	<u>(2)</u> 3,834	I	By Spouse/Trust ⁽⁵⁾
Class A Common	08/15/2017		J ⁽⁴⁾	V	3,834	D	<u>(2)</u> 0	I	By Spouse/Trust

Stock							(5)
Class A							
Common				5,564		D	
Stock							

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

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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 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Freyer Cory NACCO INDUSTRIES, INC. 5875 LANDERBROOK DR., SUITE 220 CLEVELAND, OH 44124				Member of a Group

Signatures

/s/ Jesse L. Adkins,
attorney-in-fact
08/17/2017

**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) Shares distributed from Beatrice Taplin 2011 GRAT as per the terms of the GRAT.

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- (2) N/A
- (3) Shares owned by the Estate of the Reporting Person's deceased spouse. Reporting Person disclaims beneficial ownership of all such shares.
- (4) Distribution of interests in Abigail LLC pursuant to the terms of a settlement agreement.
- (5) Represents the proportionate membership interest of the Estate of the Reporting Person's deceased spouse in shares held by Abigail LLC. 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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