

RANKIN ELIZABETH B
Form 4
January 04, 2018

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 *
RANKIN ELIZABETH B

(Last) (First) (Middle)

NACCO INDUSTRIES, INC., 5875
LANDERBROOK DRIVE, SUITE
220

(Street)

MAYFIELD HEIGHTS, OH 44124

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/14/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Member of a group

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

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)
				(A) or (D)	Price		
				Code	V	Amount	
Class A Common Stock	12/14/2017		G	V 81 A	1 9,348	I	By RAI/Spouse (2)
Class A Common Stock	12/14/2017		G	V 81 A	1 9,429	I	By RAI/Spouse (2)
Class A Common Stock	12/14/2017		G	V 81 A	1 1,242	I	By Spouse/Co-Trustee for Child2/RAI (3)
Class A Common Stock	12/14/2017		G	V 81 A	1 1,390	I	By

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Common Stock									Spouse/Co-Trustee for Child1/RAII ⁽³⁾		
Class A Common Stock	12/14/2017		G V 163	D	Ⓛ	9,266		I	By RAI/Spouse ⁽²⁾		
Class A Common Stock	12/14/2017		G V 163	A	Ⓛ	1,553		I	By Spouse/Co-Trustee for Child1/RAII ⁽³⁾		
Class A Common Stock	12/14/2017		G V 163	D	Ⓛ	9,103		I	By RAI/Spouse ⁽²⁾		
Class A Common Stock	12/14/2017		G V 163	A	Ⓛ	1,405		I	By Spouse/Co-Trustee for Child2/RAII ⁽³⁾		
Class A Common Stock	01/02/2018		A ⁽⁴⁾			556	A	Ⓛ	9,044	I	By Trust/Spouse ⁽⁵⁾
Class A Common Stock						722				D	
Class A Common Stock						2,058				I	By RAI ⁽⁶⁾
Class A Common Stock						645				I	By Spouse/Co-Trustee for Child1/Trust ⁽⁷⁾
Class A Common Stock						500				I	By Spouse ⁽⁸⁾
Class A Common Stock						563				I	By Spouse/Co-Trustee for Child2/Trust ⁽⁷⁾

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 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 Securities	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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Derivative Security	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
	(A)	(D)									
Class B Common Stock	(1)		G	V	227		(1)	(1)	Class A Common Stock	227	(1)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RANKIN ELIZABETH B NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, SUITE 220 MAYFIELD HEIGHTS, OH 44124				Member of a group

Signatures

/s/ Jesse L. Adkins,
attorney-in-fact
01/04/2018

**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 interests in shares held by Rankin Associates II, L.P. Reporting Person disclaims beneficial ownership of all such shares.
- (3) Held by Trust for the benefit of Reporting Person's minor child. Spouse serves as co-trustee with PNC bank. Shares represent the minor child's proportionate limited interests in shares held by Rankin Associates II, L.P. Reporting Person disclaims beneficial ownership of all such shares.
- (4) Spouse's shares of Class A Common Stock awarded to the Reporting Person's spouse as "Required Shares" under the company's Non-Employee Directors' Equity Compensation Plan
- (5) Held in Trust for benefit of Reporting Person's spouse. Reporting Person disclaims beneficial ownership of all such shares.
- (6) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.
- (7) Held by a trust for Reporting Person's minor child. Reporting Person's spouse and Reporting Person's spouse's brother, James T. Rankin, serve as co-trustees of the trust. Reporting Person disclaims beneficial ownership of all such shares.
- (8) By Spouse. Reporting Person disclaims beneficial ownership of all such shares.
- (9) Represents the Reporting Person's Spouse's proportionate limited partnership interests in shares held by Rankin Associates I, L.P., which is held in trust for the benefit of Reporting Person's spouse. 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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