#### **NACCO INDUSTRIES INC**

Form 4

August 05, 2014

# FORM 4

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

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

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

Form 5 obligations may continue. See Instruction

Check this box

if no longer

Section 16.

Form 4 or

subject to

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 \* RANKIN CLAIBORNE R

2. Issuer Name and Ticker or Trading Symbol

NACCO INDUSTRIES INC [NC]

5. Relationship of Reporting Person(s) to

Issuer

below)

(Last)

(Middle)

(Check all applicable)

(First)

3. Date of Earliest Transaction

(Month/Day/Year)

08/05/2014

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

Member of a group

below)

NACCO INDUSTRIES, INC., 5875 LANDERBROOK DRIVE, STE.

(Street)

220

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

4. If Amendment, Date Original

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

Person

MAY	FIFI	D	HFI	GHT	SOF	1 441	124
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(City)	(State)	Table I - Non-Derivative Securities Acquired, Disposed of,								ally 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.	8)	4. Securi onor Dispos (Instr. 3,	sed of	` '	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	07/11/2014		G	V	1,600	A	(1)	6,957	I	By Trust (Daughter) (2)
Class A Common Stock	07/11/2014		G	V	3,200	A	<u>(1)</u>	10,157	I	By Trust (Daughter) (2)
Class A Common Stock	08/05/2014		S		1,188	D	\$ 50.44	5,660	I	By Trust (Son) (2)
Class A	08/05/2014		S		41	D	\$ 50.2	5,619	I	By Trust

Common Stock								(Son) (2)
Class A Common Stock	08/05/2014	S	21	D	\$ 50.2	5,598	I	By Trust (Son) (2)
Class A Common Stock	08/05/2014	S	100	D	\$ 50.5175	5,498	I	By Trust (Son) (2)
Class A Common Stock	08/05/2014	S	100	D	\$ 50.4575	5,398	I	By Trust (Son) (2)
Class A Common Stock						2,116	I	By Assoc II/Spouse (3)
Class A Common Stock						2,533	I	By Spouse/Trust
Class A Common Stock						6	I	By GP (5)
Class A Common Stock						39,461	I	By Assoc II
Class A Common Stock						22,385	I	By RA4 (7)
Class A Common Stock						1,975	I	By RMI (Delaware) (8)
Class A Common Stock						26,494	I	By Trust (9)
Class A Common Stock						10,141	I	By Assoc II/Son (10)
Class A Common Stock						13,141	I	By Assoc II/Daughter

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)

# $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Transactic Code (Instr. 8)	of Deri	vative rities uired or osed O) r. 3,	Expiration Date (Month/Day/Year) e		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class B Common Stock	(1)				· /		<u>(1)</u>	<u>(1)</u>	Class A Common Stock	50,000	
Class B Common Stock	(1)						<u>(1)</u>	<u>(1)</u>	Class A Common Stock	5,143	
Class B Common Stock	<u>(1)</u>						<u>(1)</u>	<u>(1)</u>	Class A Common Stock	5,143	
Class B Common Stock	Ш						<u>(1)</u>	<u>(1)</u>	Class A Common Stock	5,143	

Class B Common Stock	\$ 0 <u>(1)</u>	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	19
Class B Common Stock	\$ 0 <u>(1)</u>	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	62,670
Class B Common Stock	\$ 0 <u>(1)</u>	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	20,312
Class B Common Stock	\$ 0 <u>(1)</u>	(1)	<u>(1)</u>	Class A Common Stock	97,312

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

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

Member of a group

## **Signatures**

/s/ Jesse L. Adkins,

attorney-in-fact 08/05/2014

\*\*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) Held by Trust, Reporting Person is Co-Trustee for the benefit of Reporting Person's child. Reporting Person disclaims beneficial ownership of all such shares.
- 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.
- (4) Reporting Person's spouse serves as Trustee of a Trust for the benefit of Chloe O. Rankin. Reporting Person disclaims beneficial ownership of all such shares.
- (5) GP. Represents the Reporting Person's proportionate limited partnership interest in shares of Rankin Associates, IV, L.P. held by the Trust for the benefit of Reporting Person, as general partner.
- (6) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.-----
- (7) RA4. Represents the Reporting Person's proportionate limited partnership interest in shares held by Rankin Associates IV, L.P.
- (8) Represents the Reporting Person's proportionate interest in shares held by Rankin Management, Inc. ("RMI").
- (9) Reporting Person serves as Trustee of a Trust for the benefit of Claiborne R. Rankin.
- (10) Represents the Reporting Person's child'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 child. Reporting Person is the co-trustee of the Trust. Reporting Person disclaims

Reporting Owners 4

beneficial ownership of all such shares.

(11) Represents the Reporting Person's proportionate limited partnership interest in shares held by Rankin Associates I, L.P.------

#### **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.