

NACCO INDUSTRIES INC
Form 4
January 04, 2016

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 BRUCE T

(Last) (First) (Middle)

**NACCO INDUSTRIES, INC., 5875
LANDERBROOK DRIVE, STE.
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)
12/30/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director
____ Officer (give title below) 10% Owner
____ 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 | | 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 | 12/29/2015 | | G | V | 145 | D | Ⓣ | 29,234 | I | BTR - MAIN TRUST RAI (2) |
| Class A Common Stock | 12/29/2015 | | G | V | 145 | D | Ⓣ | 29,089 | I | BTR - MAIN TRUST RAI (2) |
| Class A Common Stock | 12/29/2015 | | G | V | 145 | D | Ⓣ | 28,944 | I | BTR - MAIN TRUST |

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| | | | | | | | | | |
|----------------------------|------------|---|---|-----|---|-----------------------------|--------|---|--|
| Class A Common Stock | 12/29/2015 | G | V | 145 | D | <u>(1)</u> | 28,799 | I | RAII ⁽²⁾ BTR - MAIN TRUST RAII ⁽²⁾ |
| Class A Common Stock | 12/29/2015 | G | V | 145 | D | <u>(1)</u> | 28,654 | I | BTR - MAIN TRUST RAII ⁽²⁾ |
| Class A Common Stock | 12/29/2015 | G | V | 145 | D | <u>(1)</u> | 28,509 | I | BTR - MAIN TRUST RAII ⁽²⁾ |
| Class A Common Stock | 12/29/2015 | G | V | 145 | D | <u>(1)</u> | 28,364 | I | BTR - MAIN TRUST RAII ⁽²⁾ |
| Class A Common Stock | 12/29/2015 | G | V | 145 | D | <u>(1)</u> | 28,219 | I | BTR - MAIN TRUST RAII ⁽²⁾ |
| Class A Common Stock | 12/29/2015 | G | V | 145 | D | <u>(1)</u> | 28,074 | I | BTR - MAIN TRUST RAII ⁽²⁾ |
| Class A Common Stock | 12/29/2015 | G | V | 145 | D | <u>(1)</u> | 27,929 | I | BTR - MAIN TRUST RAII ⁽²⁾ |
| Class A Common Stock | 12/30/2015 | P | | 310 | A | \$ <u>(3)</u> 43.7879 | 6,158 | I | BTR Main Trust - Class A ⁽⁴⁾ |
| Class A Common Stock | 12/31/2015 | P | | 473 | A | \$ <u>(3)</u> 43.593 | 6,631 | I | BTR Main Trust - Class A ⁽⁴⁾ |
| Class A Common Stock | | | | | | | 15,705 | I | BTR - RAIV ⁽⁵⁾ |

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**

SEC 1474
(9-02)

required to respond unless the form displays a currently valid OMB control number.

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Class B Common Stock | (1) | | | | | (1) (1) | Class A Common Stock | 61,768 |
| Class B Common Stock | \$ 0 | | | | | (1) (1) | Class A Common Stock | 43,969 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------------------|
| | Director | 10% Owner | Officer | Other |
| RANKIN BRUCE T NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, STE. 220 MAYFIELD HEIGHTS, OH 44124 | | | | Member of a group |

Signatures

/s/ Jesse L. Adkins,
attorney-in-fact

01/04/2016

**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., which is held in a trust for the benefit of Bruce T. Rankin. Reporting Person's brother serves as the Trustee of the Trust.

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- (3) Purchases made as part of multiple share lots. Price represents average price.
- (4) Held by Trust for the benefit of Reporting Person.
- (5) RA4-Represents the Reporting Person's proportionate limited partnership interest in shares of Rankin Associates IV, L.P.
- (6) Represents the proportionate limited partnership interest in shares held by Rankin Associates I, L.P., which is held in a trust for the benefit of Bruce T. Rankin.

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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