

NACCO INDUSTRIES INC  
Form 4  
January 20, 2016

**FORM 4**

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

OMB APPROVAL

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**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 VICTOIRE G**

(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)

01/19/2016

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   |  |   |
| Class A Common Stock            | 01/19/2016                           |  | P                              | 765 A   | \$ 43.8806 (1)  | 273,561 I  | AMR - Main Trust - A (2)                              |
| Class A Common Stock            | 01/19/2016                           |  | P                              | 765 A   | \$ 43.8806 (1)  | 13,548 I   | BTR-Class A Trust (3)                                 |
| Class A Common Stock            | 01/19/2016                           |  | P                              | 765 A   | \$ 43.8806 (1)  | 34,171 I   | VGR - Trust   |
| Class A Common Stock            | 01/20/2016                           |  | P                              | 765 A   | \$ 43.004   | 274,326 I  | AMR - Main  |

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|                      |            |   |     |            |                         |        |   |                                    |
|----------------------|------------|---|-----|------------|-------------------------|--------|---|------------------------------------|
| Common Stock         |            |   |     | <u>(1)</u> |                         |        |   | Trust - A <u>(2)</u>               |
| Class A Common Stock | 01/20/2016 | P | 765 | A          | \$ 43.004<br><u>(1)</u> | 34,936 | I | VGR - Trust                        |
| Class A Common Stock | 01/20/2016 | P | 765 | A          | \$ 43.004<br><u>(1)</u> | 14,313 | I | BTR-Class A Trust <u>(3)</u>       |
| Class A Common Stock |            |   |     |            |                         | 14,160 | I | AMR - IRA <u>(4)</u>               |
| Class A Common Stock |            |   |     |            |                         | 753    | I | AMR - RAI <u>(5)</u>               |
| Class A Common Stock |            |   |     |            |                         | 369    | I | AMR - RAIV <u>(6)</u>              |
| Class A Common Stock |            |   |     |            |                         | 1,975  | I | AMR - RMI (Delaware) <u>(7)</u>    |
| Class A Common Stock |            |   |     |            |                         | 21,286 | I | By Spouse/Trust 2 (Sr.) <u>(8)</u> |
| Class A Common Stock |            |   |     |            |                         | 13,600 | I | AMR - Trust3 (GC) <u>(9)</u>       |
| Class A Common Stock |            |   |     |            |                         | 6      | I | AMR-RAIV-GP                        |
| Class A Common Stock |            |   |     |            |                         | 27,929 | I | BTR - RAI <u>(10)</u>              |
| Class A Common Stock |            |   |     |            |                         | 15,705 | I | BTR - RAIV <u>(11)</u>             |
| Class A Common Stock |            |   |     |            |                         | 2,116  | I | VGR - RAI <u>(12)</u>              |

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) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares |
| Class B Common Stock                       | \$ 0 <sup>(13)</sup>                                   |                                      |  |                                |   | <u>(13)</u>  | <u>(13)</u>   | Class A Common Stock                       | 14,322                     |
| Class B Common Stock                       | \$ 0 <sup>(13)</sup>                                   |                                      |  |                                |   | <u>(13)</u>  | <u>(13)</u>   | Class A Common Stock                       | 1,035                      |
| Class B Common Stock                       | <sup>(13)</sup>  |                                      |  |                                |   | <u>(13)</u>  | <u>(13)</u>   | Class A Common Stock                       | 44,662                     |
| Class B Common Stock                       | <sup>(13)</sup>  |                                      |  |                                |   | <u>(13)</u>  | <u>(13)</u>   | Class A Common Stock                       | 19                         |
| Class B Common Stock                       | \$ 0 <sup>(13)</sup>                                   |                                      |  |                                |   | <u>(13)</u>  | <u>(13)</u>   | Class A Common Stock                       | 43,969                     |
| Class B Common Stock                       | \$ 0 <sup>(13)</sup>                                   |                                      |  |                                |   | <u>(13)</u>  | <u>(13)</u>   | Class A Common Stock                       | 61,768                     |
| Class B Common Stock                       | <sup>(13)</sup>  |                                      |  |                                |   | <u>(13)</u>  | <u>(13)</u>   | Class A Common Stock                       | 5,143                      |
| Class B Common Stock                       | <sup>(13)</sup>  |                                      |  |                                |   | <u>(13)</u>  | <u>(13)</u>   | Class A Common Stock                       | 5,143                      |



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- (15) represents the Reporting Person's spouse's proportionately limited partnership interest in shares held by Rankin Associates IV, L.P. Reporting Person disclaims any beneficial ownership.
- (16) Reporting Person's spouse serves as Trustee of a Trust for the benefit of Alfred M. Rankin, Jr. Reporting Person disclaims beneficial ownership of all such shares.
- (17) Represents Reporting Person's spouse's proportionate limited partnership interest in shares held by Rankin Associates IV. Reporting Person disclaims beneficial ownership of all such shares.
- (18) 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. Reporting Person's spouse serves as the Trustee of the Trust. 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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