

RANKIN MATTHEW M
Form 4
April 03, 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 MATTHEW M

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 DRIVE, STE.
220

3. Date of Earliest Transaction
(Month/Day/Year)
03/19/2018

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

(Street)
MAYFIELD HEIGHTS, 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)
				(A) or (D)	Code V Amount (D) Price		
Class A Common Stock	03/19/2018		J(1)	V 1,365 A (2)	10,409	I	By Trust (3)
Class A Common Stock	03/19/2018		J(1)	V 200 A (2)	10,609	I	By Trust (3)
Class A Common Stock	03/19/2018		J(1)	V 945 A (2)	11,554	I	By Trust (3)
Class A Common Stock	03/19/2018		J(1)	V 1 A (2)	11,555	I	By Trust (3)

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Common Stock								
Class A Common Stock	03/19/2018	J ⁽¹⁾	V 50	A <u>(2)</u>	11,605	I	By Trust <u>(3)</u>	
Class A Common Stock	03/19/2018	J ⁽¹⁾	V 100	A <u>(2)</u>	11,705	I	By Trust <u>(3)</u>	
Class A Common Stock	04/02/2018	A ⁽⁴⁾	565	A <u>(2)</u>	12,270	I	By Trust <u>(3)</u>	
Class A Common Stock					722	I	By Spouse <u>(5)</u>	
Class A Common Stock <u>(6)</u>					2,058	I	By RAI/Spouse <u>(7)</u>	
Class A Common Stock					645	I	Trust/Child1 <u>(8)</u>	
Class A Common Stock					1,553	I	Trust/RAI/Child1 <u>(9)</u>	
Class A Common Stock <u>(6)</u>					500	D		
Class A Common Stock <u>(6)</u>					9,103	I	By RAI <u>(10)</u>	
Class A Common Stock					563	I	Trust/Child2 <u>(8)</u>	
Class A Common Stock					1,405	I	Trust/RAI/Child2 <u>(9)</u>	

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.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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 Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships				Amount or Number of Shares
	Director	10% Owner	Officer	Other	
RANKIN MATTHEW M NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, STE. 220 MAYFIELD HEIGHTS, OH 44124		X		Member of a group	

Signatures

/s/ Jesse L. Adkins,
attorney-in-fact
Date: 04/03/2018

**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) Shares of Class A Common Stock transferred from the AM Rankin GST Trust fbo Matthew Rankin per the terms of the trust agreement.
- (2) N/A
- (3) Held through a trust for the benefit of Reporting Person.
- (4) Shares of Class A Common Stock awarded to the Reporting Person as "Required Shares" under the company's Non-Employee Directors' Equity Compensation Plan.
- (5) Held by Spouse. Reporting Person disclaims beneficial ownership of all such shares.
As a member of a "group" deemed to own more than 10% of an equity security as a result of being a party to a Stockholders' Agreement, dated as of March 15, 1990, beneficially owned by each of the signatories to such agreement (the "Agreement"), the Reporting Person disclaims beneficial ownership of any such shares of Stock owned by any other signatory to the Agreement.
- (7) 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.
- (8) Held by Trust for Reporting Person's minor child. Reporting Person and Reporting Person's brother, James T. Rankin are co-trustees of the trust. Reporting Person disclaims beneficial ownership of all such shares.
- (9) Shares represent the Reporting Person's minor child's proportionate limited interests in shares held by Rankin Associates II, L.P. Shares held by Reporting Person as co-trustee with PNC Bank. Reporting Person disclaims beneficial ownership of all such shares.

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(10) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P .

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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