

NACCO INDUSTRIES INC  
Form 5  
February 14, 2017

# FORM 5

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**RANKIN ALISON A**

(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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2016**

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 Reporting  
(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 at end of Issuer's Fiscal Year (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)	Amount	Price			
Class A Common Stock	12/22/2016	Â	G	199	D	\$ 0 (1)	5,019	I	By Assoc II/Spouse (2)
Class A Common Stock	12/22/2016	Â	G	199	A	\$ 0 (1)	17,987	I	By Assoc II/Daughter 1 (3)
	11/04/2016	Â	G	27,870	D		5,019	I	

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Class A Common Stock						\$ 0 <u>(1)</u>			By Assoc II/Spouse <u>(2)</u>
Class A Common Stock	11/04/2016	Â	G	27,870	A	\$ 0 <u>(1)</u>	29,986	I	By Assoc II <u>(4)</u>
Class A Common Stock	12/22/2016	Â	G	199	D	\$ 0 <u>(1)</u>	5,019	I	By Assoc II/Spouse <u>(2)</u>
Class A Common Stock	12/22/2016	Â	G	199	A	\$ 0 <u>(1)</u>	19,875	I	By Assoc II/Daughter 2 <u>(3)</u>
Class A Common Stock	12/22/2016	Â	G	100	A	\$ 0 <u>(1)</u>	17,987	I	By Assoc II/Daughter 1 <u>(3)</u>
Class A Common Stock	12/22/2016	Â	G	100	A	\$ 0 <u>(1)</u>	19,875	I	By Assoc II/Daughter 2 <u>(3)</u>
Class A Common Stock	Â	Â	Â	Â	Â	Â	6,613	I	By Trust <u>(5)</u>
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,046	I	By Trust (Daughter 2) <u>(6)</u>
Class A Common Stock	Â	Â	Â	Â	Â	Â	200	I	Reporting Person's spouse serves as Trustee for the benefit of Elisabeth Rankin
Class A Common Stock	Â	Â	Â	Â	Â	Â	3,933	I	By Trust (Daughter 1) <u>(6)</u>
Class A Common Stock	Â	Â	Â	Â	Â	Â	200	I	Reporting Person's spouse serves as Trustee for the benefit of A. Farnham Rankin
Class A Common Stock	Â	Â	Â	Â	Â	Â	6	I	By Spouse (GP) <u>(7)</u>
	Â	Â	Â	Â	Â	Â	19,578	I	

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Class A Common Stock									By Spouse (RA4) <sup>(8)</sup>
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,975	I	By Spouse/RMI (Delaware) <sup>(9)</sup>
Class A Common Stock	Â	Â	Â	Â	Â	Â	75,461	I	By Spouse/Trust <sup>(10)</sup>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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 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. P... Deri... Secu... (Inst...
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	Â	Â	Â	Â	Â Â	Â <sup>(1)</sup> Â <sup>(1)</sup>	Class A Common Stock	75,504
Class B Common Stock	Â	Â	Â	Â	Â Â	Â <sup>(1)</sup> Â <sup>(1)</sup>	Class A Common Stock	5,143
Class B Common Stock	Â	Â	Â	Â	Â Â	Â <sup>(1)</sup> Â <sup>(1)</sup>	Class A Common Stock	5,143



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- (8) (RA4) Represents Reporting Person's Spouse's proportionate limited partnership interest in shares held by Rankin Associates IV, L.P. Reporting Person disclaims beneficial ownership of all such shares.
- (9) Represents the Reporting Person's spouse's proportionate interest in shares held by Rankin Management, Inc. ("RMI"). Reporting Person disclaims beneficial ownership of all such shares.
- (10) Reporting Person's spouse serves as Trustee of a Trust for the benefit of Roger F. Rankin. Reporting Person disclaims beneficial ownership of all such shares.
- (11) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates I, L.P.
- (12) Represents the Reporting Person's spouse proportionate limited partnership interest in shares held by Rankin Associates I, L.P. Reporting Person disclaims beneficial ownership of all such shares.

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**Remarks:**

"Remark on Insider Relationship" - As a member of a "group" deemed to own more than 10% of

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