NACCO INDUSTRIES INC

Form 4

August 05, 2014

FORM 4

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

OMB 3235-0287 Number:

Estimated average

burden hours per

OMB APPROVAL

Check this box if no longer subject to Section 16.

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

January 31, 2005

0.5

Form 4 or Form 5 obligations may continue.

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

response...

Expires:

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * RANKIN CHLOE O

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

08/05/2014

NACCO INDUSTRIES INC [NC]

(Check all applicable)

below)

Member of a Group

(Last)

(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

Director

10% Owner Officer (give title __X_ Other (specify

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

220

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

MAVEIEL	D HEIGHTS	OH 4/12/1
WIATELE	1) DERUID 13	()D 441Z4

(Street)

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned								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.		4. Securities Acquired (A) oner Disposed of (D) (Instr. 3, 4 and 5) (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Fransaction(s) (Instr. 4)		
Class A Common Stock	07/11/2014		Code	v V	Amount 1,600	(D)	Price (1)	6,957	I	By Trust (Daughter) (2)
Class A Common Stock	07/11/2014		G	V	3,200	A	(1)	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
Class A	08/05/2014		S		41	D	\$ 50.2	5,619	I	By Trust/Son

Class A Common 08/05/2014 S 21 D \$ 50.2 5,598 I By Tru (2)	st/Son
Class A Common 08/05/2014 S 100 D \$ 50.5175 5,498 I By Tru (2)	st/Son
Class A Common 08/05/2014 S 100 D \$ 50.4575 5,398 I By Tru Stock	st/Son
Class A Common Stock 2,116 I By Ass (3)	soc II
Class A Common 2,533 I By Tru Stock	st <u>(4)</u>
Class A Common 6 I By GP Stock	<u>(5)</u>
Class A Common Stock By Ass II/Spot	
Class A Common Stock By Spo (RA4)	
Class A Common 1,975 I Spouse Stock (Delaw	
Class A Common 26,494 I Spouse Stock (8)	/Trust
Class A Common Stock By Ass II/Son	
Class A Common Stock By Ass III/Daug	

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. Transactio Code (Instr. 8)	5. Dr.Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year) ve es d		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				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	<u>(1)</u>					<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	
	\$ 0 (1)					<u>(1)</u>	<u>(1)</u>		19	

8. Price o Derivativ Security (Instr. 5)

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

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

RANKIN CHLOE O 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

(9)

- (2) Held by Trust. Reporting Person's spouse is Co-Trustee for the benefit of Reporting Person's child. Reporting Person disclaims beneficial ownership of all such shares.
- (3) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.-----
- (4) Reporting Person serves as Trustee of a Trust for the benefit of Chloe O. Rankin.
- GP. Represents the Reporting Person's spouse's proportionate limited partnership interest in shares of Rankin Associates IV, L.P. held by the Trust for the benefit of Reporting Person's spouse, as general partner. Reporting Person disclaims beneficially ownership of all such shares.
- (6) 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.
- (7) Represents the Reporting Person's proportionate limited partnership interest in shares held by Rankin Associates IV, L.P. Reporting Person disclaims beneficial ownership of all such shares.
- (8) Reporting Person's spouse serves as Trustee of a Trust for the benefit of Claiborne R. Rankin. Reporting Person disclaims beneficial ownership of all such shares.

Reporting Owners

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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's Spouse is the co-trustee of the Trust. Reporting Person disclaims beneficial ownership of all such shares.

(10) 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.

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.