

NACCO INDUSTRIES INC

Form 5

February 14, 2017

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549Check this box if
no longer subject
to Section 16.Form 4 or Form
5 obligations
may continue.See Instruction
1(b).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

OMB APPROVAL

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
BUTLER JOHN C JR

(Last)

(First)

(Middle)

2. Issuer Name **and** Ticker or Trading
Symbol
NACCO INDUSTRIES INC [NC]3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20165. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☒ Other (specify
below)
SrVP-Fin Treas & Chief Adm Off / Member
of a Group**NACCO INDUSTRIES,
INC., 5875 LANDERBROOK
DRIVE, STE. 220**

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

**MAYFIELD
HEIGHTS, OH 44124**

(City)

(State)

(Zip)

☒ 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)
Class A Common Stock	12/22/2016	Â	G	199 A	\$ 0 (1)	8,048 I	By RAII/Child 1 (2)
Class A Common Stock	12/22/2016	Â	G	199 D	\$ 0 (1)	12,303 I	By RAII/Spouse (3)
Class A Common	12/22/2016	Â	G	199 D	\$ 0 (1)	12,303 I	By RAII/Spouse

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Stock									(3)
Class A Common Stock	12/22/2016	Â	G	199	A	\$ 0 (1)	8,204	I	By RAII/Child 2 (2)
Class A Common Stock	12/22/2016	Â	G	100	A	\$ 0 (1)	12,303	I	By RAII/Spouse (3)
Class A Common Stock	12/22/2016	Â	G	199	A	\$ 0 (1)	12,303	I	By RAII/Spouse (3)
Class A Common Stock	12/22/2016	Â	G	199	A	\$ 0 (1)	7,471	I	By RAII (4)
Class A Common Stock	12/22/2016	Â	G	199	A	\$ 0 (1)	8,048	I	By RAII/Child 1 (2)
Class A Common Stock	12/22/2016	Â	G	199	A	\$ 0 (1)	8,204	I	By RAII/Child 2 (2)
Class A Common Stock	Â	Â	Â	Â	Â	Â	4,083	I	By Trust-Child 1 (5)
Class A Common Stock	Â	Â	Â	Â	Â	Â	3,927	I	By Trust-Child 2 (5)
Class A Common Stock	Â	Â	Â	Â	Â	Â	9,628	I	to spouse by RAIV (A)
Class A Common Stock	Â	Â	Â	Â	Â	Â	68,094	I	By Spouse/Trust (6)
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,800	I	By IRA (7)
Class A Common Stock	Â	Â	Â	Â	Â	Â	44,928	I	By Trust (8)

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

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SEC 2270
(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. Pri Deriv Secur (Instr.
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	Â	Â	Â	Â	Â Â	Â (1) Â (1)	Class A Common Stock	69,458
Class B Common Stock	Â	Â	Â	Â	Â Â	Â (1) Â (1)	Class A Common Stock	32,199
Class B Common Stock	Â	Â	Â	Â	Â Â	Â (1) Â (1)	Class A Common Stock	9,195

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BUTLER JOHN C JR NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, STE. 220 MAYFIELD HEIGHTS,Â OHÂ 44124	Â	Â	Â SrVP-Fin Treas & Chief Adm Off	Member of a Group

Signatures

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

02/14/2017

__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 child's proportionate limited partnership interests in shares held by Rankin Associates II, L.P. ..
Reporting Person disclaims beneficial ownership of all such shares.
- (3) Represents the Reporting Person's spouse's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.-----

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- (4) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.-----
- (5) Held by Trust, John C. Butler, Jr., Trustee, for the benefit of Reporting Person's minor child. Reporting Person disclaims beneficial ownership of all such shares.
- (6) Held by Trust for the benefit of Reporting Person's Spouse. Reporting Person disclaims beneficial ownership of all such shares.
- (7) Held in an Individual Retirement Account for the benefit of the Reporting Person.
- (8) Reporting Person serves as Trustee of the J.C. Butler, Jr. Revocable Trust.
- (9) Represents the Reporting Person's spouse's proportionate limited partnership interests in shares held by Rankin Associates I, L.P.-----

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Remarks:

"RemarkÂ onÂ InsiderÂ relationshipÂ toÂ Issuer"Â AsÂ aÂ memberÂ ofÂ aÂ "group"Â deemedÂ toÂ ownÂ moreÂ thanÂ

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure.
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