

NACCO INDUSTRIES INC  
Form 4  
January 26, 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 CHLOE O**  
  
(Last) (First) (Middle)  
  
**NACCO INDUSTRIES, INC., 5875  
LANDERBROOK DRIVE, STE.  
220**

2. Issuer Name and Ticker or Trading Symbol  
**NACCO INDUSTRIES INC [NC]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**01/22/2016**

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**

(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)			5. Amount of Securities Beneficially Owned or Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Code	V			
Class A Common Stock	12/29/2015		G	V	145	D	Ⓛ 39,316	I	By Assoc II/Spouse <sup>(2)</sup>
Class A Common Stock	12/29/2015		G	V	145	A	Ⓛ 10,286	I	By Assoc II/Son <sup>(3)</sup>
Class A Common Stock	12/29/2015		G	V	145	D	Ⓛ 39,171	I	By Assoc II/Spouse <sup>(2)</sup>
Class A Common Stock	12/29/2015		G	V	145	A	Ⓛ 13,286	I	By Assoc

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Common Stock									II/Daughter <sup>(3)</sup>
Class A Common Stock	12/29/2015	G	V	145	D	<u>1</u>	39,026	I	By Assoc II/Spouse <sup>(2)</sup>
Class A Common Stock	12/29/2015	G	V	145	D	<u>1</u>	38,881	I	By Assoc II/Spouse <sup>(2)</sup>
Class A Common Stock	12/29/2015	G	V	145	D	<u>1</u>	38,736	I	By Assoc II/Spouse <sup>(2)</sup>
Class A Common Stock	12/29/2015	G	V	145	A	<u>1</u>	10,431	I	By Assoc II/Son <sup>(3)</sup>
Class A Common Stock	12/29/2015	G	V	145	A	<u>1</u>	13,431	I	By Assoc II/Daughter <sup>(3)</sup>
Class A Common Stock	01/22/2016	<u>J</u> <sup>(4)</sup>		1 <sup>(5)</sup>	D	<u>1</u>	6	I	By GP <sup>(6)</sup>
Class A Common Stock	01/22/2016	<u>J</u> <sup>(4)</sup>		2,807	D	<u>1</u>	19,578	I	By Spouse (RA4) <sup>(7)</sup>
Class A Common Stock							2,116	I	By Assoc II <sup>(8)</sup>
Class A Common Stock							2,360	I	By Trust <sup>(9)</sup>
Class A Common Stock							1,975	I	By Spouse/RMI (Delaware) <sup>(2)</sup>
Class A Common Stock							25,768	I	By Spouse/Trust <sup>(10)</sup>
Class A Common Stock							5,640	I	By Trust/Son <sup>(11)</sup>
Class A Common Stock							10,399	I	By Trust (Daughter) <sup>(11)</sup>

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 or Value 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	\$ 0 <u>(1)</u>	01/22/2016		J <sup>(4)</sup>		1 <u>(12)</u>		<u>(1)</u>	<u>(1)</u>	Class A Common Stock	1
Class B Common Stock	\$ 0 <u>(1)</u>	01/22/2016		J <sup>(4)</sup>		2,807		<u>(1)</u>	<u>(1)</u>	Class A Common Stock	2,807
Class B Common Stock	<u>(1)</u>							<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



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- (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) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.-----
- (9) Reporting Person serves as Trustee of a Trust for the benefit of Chloe O. Rankin.
- (10) 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.
- (11) 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.
- (12) Acquisition of .8345 shares as a result of share swap.
- (13) 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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