

NACCO INDUSTRIES INC  
Form 4  
December 28, 2015

**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 VICTOIRE G**

(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. Date of Earliest Transaction  
(Month/Day/Year)  
**12/23/2015**

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) \_\_\_X\_\_\_ Other (specify below)  
Member of a Group

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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 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)	Price					
				Code	V	Amount				
Class A Common Stock	12/23/2015			P	843	A	\$ 41.7982 (1)	25,103	I	VGR - Trust
Class A Common Stock	12/23/2015			P	843	A	\$ 41.7982 (1)	264,493	I	AMR - Main Trust - A (2)
Class A Common Stock	12/23/2015			P	843	A	\$ 41.7982 (1)	4,480	I	BTR-Class A Trust (3)
Class A Common Stock	12/24/2015			P	422	A	\$	25,525	I	VGR - Trust

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Common Stock					42.8334 <u>(1)</u>			
Class A Common Stock	12/24/2015	P	422	A	\$ 42.8334 <u>(1)</u>	264,915	I	AMR - Main Trust - A <u>(2)</u>
Class A Common Stock	12/24/2015	P	422	A	\$ 42.8334 <u>(1)</u>	4,902	I	BTR-Class A Trust <u>(3)</u>
Class A Common Stock	12/28/2015	P	473	A	\$ 42.9845 <u>(1)</u>	25,998	I	VGR - Trust
Class A Common Stock	12/28/2015	P	473	A	\$ 42.9845 <u>(1)</u>	265,388	I	AMR - Main Trust - A <u>(2)</u>
Class A Common Stock	12/28/2015	P	473	A	\$ 42.9845 <u>(1)</u>	5,375	I	BTR-Class A Trust <u>(3)</u>
Class A Common Stock						14,160	I	AMR - IRA <u>(4)</u>
Class A Common Stock						753	I	AMR - RAI <u>(5)</u>
Class A Common Stock						369	I	AMR - RAIV <u>(6)</u>
Class A Common Stock						1,975	I	AMR - RMI (Delaware) <u>(7)</u>
Class A Common Stock						21,286	I	By Spouse/Trust 2 (Sr.) <u>(8)</u>
Class A Common Stock						13,600	I	AMR - Trust3 (GC) <u>(9)</u>
Class A Common Stock						6	I	AMR-RAIV-GP
Class A Common Stock						29,379	I	BTR - RAI <u>(10)</u>
Class A Common Stock						15,705	I	BTR - RAIV <u>(11)</u>

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Class A Common Stock		2,116	I	VGR - RAI <sup>(12)</sup>
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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 of Derivative Security (Instr. 5)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	\$ 0 <sup>(13)</sup>					<u>(13)</u>	<u>(13)</u>	Class A Common Stock	14,322
Class B Common Stock	\$ 0 <sup>(13)</sup>					<u>(13)</u>	<u>(13)</u>	Class A Common Stock	1,035
Class B Common Stock	<sup>(13)</sup>					<u>(13)</u>	<u>(13)</u>	Class A Common Stock	44,662
Class B Common Stock	<sup>(13)</sup>					<u>(13)</u>	<u>(13)</u>	Class A Common Stock	19
Class B Common Stock	\$ 0 <sup>(13)</sup>					<u>(13)</u>	<u>(13)</u>	Class A Common Stock	43,969
Class B Common Stock	\$ 0 <sup>(13)</sup>					<u>(13)</u>	<u>(13)</u>	Class A Common Stock	61,768
Class B Common Stock	<sup>(13)</sup>					<u>(13)</u>	<u>(13)</u>	Class A Common Stock	5,143



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- (10) BTR RA2-Represents the proportionate limited partnership interest in shares held by Rankin Associates II, L.P. Reporting Person's spouse serves as the Trustee of the Trust which is held for the benefit of Bruce T Rankin. Reporting person disclaims beneficial ownership of all such shares.
- (11) BTR RA4-Represents the proportionate limited partnership interest in shares held by Rankin Associates IV, L.P. Reporting Person's spouse serves as the Trustee of the Trust which is held for the benefit of Bruce T Rankin. Reporting person disclaims beneficial ownership of all such shares.
- (12) Represents the Reporting Person's proportionate limited partnership interest in shares held by Rankin Associates II, L.P.
- (13) N/A
- (14) Represents Reporting Person's spouse's proportionate limited partnership interest in shares held by Rankin Associates I, L.P. Reporting Person disclaims beneficial ownership of all such shares.
- (15) represents the Reporting Person's spouse's proportionately limited partnership interest in shares held by Rankin Associates IV, L.P. Reporting Person disclaims any beneficial ownership.
- (16) Reporting Person's spouse serves as Trustee of a Trust for the benefit of Alfred M. Rankin, Jr. Reporting Person disclaims beneficial ownership of all such shares.
- (17) Represents Reporting Person's spouse's proportionate limited partnership interest in shares held by Rankin Associates IV. Reporting Person disclaims beneficial ownership of all such shares.
- (18) Represents the proportionate limited partnership interest in shares held by Rankin Associates I, L.P., which is held in a trust for the benefit of Bruce T. Rankin. Reporting Person's spouse serves as the Trustee of the Trust. Reporting Person disclaims beneficial ownership of all such shares.

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.