

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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Check 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

1. Name and Address of Reporting Person *
TAPLIN BEATRICE B

(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) Price | | | |
| Class A Common Stock | 06/24/2016 | Â | G | 16,950 D \$ 0 (1) | 62,470 | I | BBT/Wells Fargo Trust (2) |
| Class A Common Stock | 12/29/2016 | Â | G | 11,250 D \$ 0 (1) | 62,470 | I | BBT/Wells Fargo Trust (2) |
| | 12/16/2016 | Â | G | 54,750 D | 62,470 | I | |

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| | | | | | | | | | |
|----------------------------|------------|---|------------------|-------|---|--------------------|--------|---|--|
| Class A Common Stock | | | | | | \$ 0 <u>(1)</u> | | | BBT/Wells Fargo Trust <u>(2)</u> |
| Class A Common Stock | 03/01/2016 | Â | J ⁽³⁾ | 1,962 | D | \$ 0 <u>(1)</u> | 2 | I | Shares held in Trust: 2012 Taplin Annuity Trust #2 |
| Class A Common Stock | 07/21/2016 | Â | G | 780 | D | \$ 0 <u>(1)</u> | 62,470 | I | BBT/Wells Fargo Trust <u>(2)</u> |
| Class A Common Stock | 03/01/2016 | Â | J ⁽³⁾ | 1,962 | D | \$ 0 <u>(1)</u> | 2 | I | Shares held in Trust: 2012 Taplin Annuity Trust #2 |
| Class A Common Stock | 03/01/2016 | Â | J ⁽³⁾ | 1,962 | D | \$ 0 <u>(1)</u> | 2 | I | Shares held in Trust: 2012 Taplin Annuity Trust #2 |
| Class A Common Stock | 03/01/2016 | Â | J ⁽³⁾ | 1,962 | D | \$ 0 <u>(1)</u> | 2 | I | Shares held in Trust: 2012 Taplin Annuity Trust #2 |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 10,104 | I | Proportionate membership interest in shares held by Abigail, LLC |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 29,550 | I | Taplin Annuity Trust#1 <u>(4)</u> |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 47,640 | I | By Marital Trust/PNC <u>(2)</u> |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 5,250 | I | By Trust/GC#5 <u>(5)</u> |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 5,250 | I | By Trust/GC#4 <u>(5)</u> |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 5,250 | I | By Trust/GC#1 <u>(5)</u> |

Stock

Class A
Common Stock Â Â Â Â Â 5,250 I By Trust/GC#2 ⁽⁵⁾

Class A
Common Stock Â Â Â Â Â 5,250 I By Trust/GC#3 ⁽⁵⁾

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. Pr Deri Secu (Inst |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title | Amount or Number of Shares |
| Class B Common Stock | \$ 0 | Â | Â | Â | Â Â | Â ⁽¹⁾ Â ⁽¹⁾ | Class A Common Stock | 310,000 |
| Class B Common Stock | \$ 0 | Â | Â | Â | Â Â | Â ⁽¹⁾ Â ⁽¹⁾ | Class A Common Stock | 27,310 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

TAPLIN BEATRICE B
NACCO INDUSTRIES, INC.
5875 LANDERBROOK DRIVE, STE. 220
MAYFIELD HEIGHTS, OH 44124

Â Â Â 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) Held by Trust, National City Bank and Beatrice B. Taplin, Co-Trustees, for the benefit of Beatrice B. Taplin.
- (3) Shares distributed from GRAT as per the terms of the GRAT.
- (4) Shares held in Trust: 2011 Taplin Annuity Trust #1.
- (5) Reporting Person serves as co-trustee with National City Bank of Trusts for the benefit of Reporting Person's grandchildren. Reporting Person disclaims beneficially ownership of all such shares.
- (6) Shares represent the Thomas E. Taplin Marital Trust FBO Beatrice B. Taplin under Agreement dated 1/21/1966 as amended and restated between Thomas E. Taplin and National City Bank. National City Bank and Beatrice B. Taplin, Trustees.

^

Remarks:

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

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