

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 \*  
**RANKIN VICTOIRE G**  
 (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)  
**12/31/2016**

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

**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)
				(A) or (D) Amount Price			
Class A Common Stock	12/22/2016	Â	G	100 D \$ 0 (1)	26,929	I	BTR - RAI (2)
Class A Common Stock	12/22/2016	Â	G	100 D \$ 0 (1)	26,929	I	BTR - RAI (2)
	12/22/2016	Â	G	100 D	26,929	I	BTR - RAI (2)

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Class A Common Stock						\$ 0 (1)			
Class A Common Stock	12/22/2016	Â	G	100	D	\$ 0 (1)	26,929	I	BTR - RAII (2)
Class A Common Stock	12/22/2016	Â	G	199	D	\$ 0 (1)	1,277	I	AMR - RAII (3)
Class A Common Stock	12/22/2016	Â	G	199	D	\$ 0 (1)	1,277	I	AMR - RAII (3)
Class A Common Stock	12/22/2016	Â	G	199	D	\$ 0 (1)	1,277	I	AMR - RAII (3)
Class A Common Stock	12/22/2016	Â	G	199	D	\$ 0 (1)	1,277	I	AMR - RAII (3)
Class A Common Stock	Â	Â	Â	Â	Â	Â	14,160	I	AMR - IRA (4)
Class A Common Stock	Â	Â	Â	Â	Â	Â	271,711	I	AMR - Main Trust - A (5)
Class A Common Stock	Â	Â	Â	Â	Â	Â	323	I	AMR - RAIV (6)
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,975	I	AMR - RMI (Delaware) (7)
Class A Common Stock	Â	Â	Â	Â	Â	Â	21,286	I	By Spouse/Trust 2 (Sr.) (8)
Class A Common Stock	Â	Â	Â	Â	Â	Â	9,600	I	AMR - Trust3 (GC) (9)
Class A Common Stock	Â	Â	Â	Â	Â	Â	6	I	AMR-RAIV-GP
Class A Common Stock	Â	Â	Â	Â	Â	Â	13,736	I	BTR - RAIV (10)
Class A Common	Â	Â	Â	Â	Â	Â	14,313	I	BTR-Class A Trust (11)

Stock

Class A  
Common Stock    Â                      Â                      Â                      Â                      Â                      Â                      34,936                      I                      VGR - Trust <sup>(12)</sup>

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

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(9-02)

**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 Deriv Secur (Instr. 3)
					(A) (D)	Date Exercisable      Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	\$ 0 <sup>(1)</sup>	Â	Â	Â	Â    Â	Â <sup>(1)</sup> Â <sup>(1)</sup>	Class A Common Stock	14,322
Class B Common Stock	\$ 0 <sup>(1)</sup>	Â	Â	Â	Â    Â	Â <sup>(1)</sup> Â <sup>(1)</sup>	Class A Common Stock	1,081
Class B Common Stock	Â	Â	Â	Â	Â    Â	Â <sup>(1)</sup> Â <sup>(1)</sup>	Class A Common Stock	44,662
Class B Common Stock	Â	Â	Â	Â	Â    Â	Â <sup>(1)</sup> Â <sup>(1)</sup>	Class A Common Stock	19
Class B Common Stock	\$ 0 <sup>(1)</sup>	Â	Â	Â	Â    Â	Â <sup>(1)</sup> Â <sup>(1)</sup>	Class A Common Stock	45,939
Class B Common Stock	\$ 0 <sup>(1)</sup>	Â	Â	Â	Â    Â	Â <sup>(1)</sup> Â <sup>(1)</sup>	Class A Common Stock	61,768
Class B Common Stock	Â	Â	Â	Â	Â    Â	Â <sup>(1)</sup> Â <sup>(1)</sup>	Class A Common Stock	5,143



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- (10) 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.
- (11) Reporting Person's spouse serves as Trustee of Trusts for the benefit of Bruce T Rankin. Reporting Person disclaims beneficial ownership of all such shares.
- (12) Reporting Person serves as Trustee of a Trust for the benefit of Victoire G. Rankin.
- (13) 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.
- (14) 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.
- (15) 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.
- (16) 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.
- (17) 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.

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### Remarks:

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

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