

WILLIAMS CLARA R
Form 4
January 04, 2018

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 *
WILLIAMS CLARA R

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
**NACCO INDUSTRIES, INC., 5875
LANDERBROOK DRIVE, STE.
220**

3. Date of Earliest Transaction
(Month/Day/Year)
12/14/2017

____ Director
____ Officer (give title below) Other (specify below)
____ 10% Owner
____ 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

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 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)
			Code	V Amount (A) or (D) Price			
Class A Common Stock	12/14/2017		G	V 81 A 12,384	I	By Assoc II ⁽²⁾	
Class A Common Stock	12/14/2017		G	V 163 A 6,899	I	By AssocII/Spouse ⁽³⁾	
Class A Common Stock	12/14/2017		G	V 163 D 12,221	I	By Assoc II ⁽²⁾	
Class A Common Stock	12/14/2017		G	V 163 A 8,365	I	By Assoc	

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Common Stock									II/Daughter ⁽⁴⁾
Class A Common Stock	12/14/2017		G V 163	D <u>(1)</u>	12,058				By Assoc II ⁽²⁾
Class A Common Stock	12/14/2017		G V 163	A <u>(1)</u>	9,740				By AssocII/Daughter 2 ⁽⁴⁾
Class A Common Stock	01/02/2018		A ⁽⁵⁾	556	A <u>(1)</u>	10,437			By Spouse ⁽⁶⁾
Class A Common Stock					68,094				By Trust ⁽⁷⁾
Class A Common Stock					2,553				By Trust/Child2 ⁽⁸⁾
Class A Common Stock					3,927				Trust/Child1 ⁽⁸⁾

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	<u>(1)</u>	12/14/2017		G	V 227	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	227
	<u>(1)</u>					<u>(1)</u>	<u>(1)</u>		69,458

Class B Common Stock				Class A Common Stock	
Class B Common Stock	(1)	(1)	(1)	Class A Common Stock	41,827
Class B Common Stock	(1)	(1)	(1)	Class A Common Stock	9,195

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILLIAMS CLARA R NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, STE. 220 MAYFIELD HEIGHTS, OH 44124				Member of a group

Signatures

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

01/04/2018

**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 proportionate limited partnership interest in shares held by Rankin Associates II, L.P.
- (3) Represents the Reporting Person's spouse's proportionate limited partnership interest in shares held by Rankin Associates II, L.P. Reporting Person disclaims beneficial ownership of all such shares.
- (4) Represents the Reporting Person's daughter's proportionate limited partnership interest in shares held by Rankin Associates II, L.P. Reporting Person disclaims beneficial ownership of all such shares.
- (5) Spouse's shares of Class A Common Stock awarded to the Reporting Person's spouse as "Required Shares" under the company's Non-Employee Directors' Equity Compensation Plan
- (6) By Spouse. Reporting Person disclaims beneficial ownership of all such shares.
- (7) Held by trust for the benefit of Reporting Person.
- (8) Held by Trust, Reporting Person's spouse is Trustee, for the benefit of Reporting Person's minor child. Reporting Person disclaims beneficial ownership of all such shares.
- (9) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates I, L.P., which is held in trust for the benefit of Reporting Person.
- (10) RAI-Represents Reporting Person's limited partnership interest in shares held by Rankin Associates I, L.P.

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.