

BUTLER HELEN RANKIN

Form 4

February 15, 2019

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
**BUTLER HELEN RANKIN**

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)  
**02/13/2019**

\_\_\_\_ 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) (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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |   |
| Class A Common Stock            | 02/13/2019                           |  | A <sup>(1)</sup>               | 31,057 A <u>(2)</u>   | 131,376   | I  | By Spouse/Trust <u>(3)</u>                            |
| Class A Common Stock            | 02/13/2019                           |  | F <sup>(4)</sup>               | 1,212 D <u>(2)</u>  | 130,164   | I  | By Spouse/Trust <u>(3)</u>                            |
| Class A Common Stock            |                                      |  |                                |   | 8,416   | I  | By RAI/Child 1 <u>(5)</u>                             |
| Class A                         |                                      |  |                                |   | 4,083   | I  | By  |

Edgar Filing: BUTLER HELEN RANKIN - Form 4

|                      |  |  |  |        |   |  |                                |
|----------------------|--|--|--|--------|---|--|--------------------------------|
| Common Stock         |  |  |  |        |   |  | Trust-Child 1<br><u>(6)</u>    |
| Class A Common Stock |  |  |  | 8,572  | I |  | By RAI/Child 2<br><u>(5)</u>   |
| Class A Common Stock |  |  |  | 3,927  | I |  | By Trust-Child 2<br><u>(6)</u> |
| Class A Common Stock |  |  |  | 11,750 | I |  | By RAI <u>(7)</u>              |
| Class A Common Stock |  |  |  | 68,094 | I |  | By Trust <u>(8)</u>            |
| Class A Common Stock |  |  |  | 2,800  | I |  | By Spouse/IRA<br><u>(9)</u>    |
| Class A Common Stock |  |  |  | 7,839  | I |  | By RAI/Spouse<br><u>(10)</u>   |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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 of Derivative Security (Instr. 5) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares |
|  |  |                                      |  |                                |   | Code   | V   | (A)  | (D)                        |
| Class B Common Stock                       | <u>(2)</u>   |                                      |  |                                |   | <u>(2)</u>   | <u>(2)</u>  | Class A Common Stock                       | 69,458                     |

|                            |      |     |     |                            |        |
|----------------------------|------|-----|-----|----------------------------|--------|
| Class B<br>Common<br>Stock | \$ 0 | (2) | (2) | Class A<br>Common<br>Stock | 41,827 |
| Class B<br>Common<br>Stock | (2)  | (2) | (2) | Class A<br>Common<br>Stock | 9,195  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |                   |
|---|---------------|-----------|---------|-------------------|
|   | Director      | 10% Owner | Officer | Other             |
| BUTLER HELEN RANKIN<br>NACCO INDUSTRIES, INC.<br>5875 LANDERBROOK DRIVE, STE. 220<br>MAYFIELD HEIGHTS, OH 44124 |               |           |         | Member of a Group |

## Signatures

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

02/15/2019

\_\_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) Spouse's shares of Class A Common Stock awarded to the Reporting Person's spouse under the Company's Executive Long-Term Incentive Compensation Plan.
- (2) N/A
- (3) Reporting Person's spouse serves as Trustee of the J.C. Butler, Jr. Revocable Trust. Reporting Person disclaims beneficial ownership of all such shares.
- (4) Cashless Exercise-Award shares that Reporting Person's Spouse surrendered to Company in order to satisfy his tax withholding obligations with respect to his Long-Term Incentive Plan Stock Award.
- (5) Represents the Reporting Person's child's proportionate limited partnership interests in shares held by Rankin Associates II, L.P. . Reporting Person disclaims beneficial ownership of all such shares.
- (6) Held by Trust, John C. Butler, Jr., Trustee, for the benefit of Reporting Person's minor child. Reporting Person disclaims beneficial ownership of all such shares.
- (7) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.
- (8) Held by Trust for the benefit of Reporting Person.
- (9) Held in an Individual Retirement Account for the benefit of the Reporting Person's spouse. Reporting Person disclaims beneficial ownership of all such shares.
- (10) Represents the Reporting Person's spouse's proportionate limited partnership interests in shares held by Rankin Associates II, L. P. Reporting Person disclaims beneficial ownership of all such shares.
- (11) 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.