NACCO INDUSTRIES INC

Form 4 June 27, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

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if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** RANKIN ALFRED M ET AL			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			NACCO INDUSTRIES INC [NC]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
			(Month/Day/Year)	X Director 10% Owner			
NACCO INDUSTRIES, INC., 5875			06/26/2013	_X_ Officer (give title _X_ Other (specify			
LANDERBE	ROOK DRI	VE, STE.		below) below) CEO / Group Member			
220				CLO / Gloup Member			

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

CLEVELAND, OH 441	24
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(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. Transactic Code (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	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)		
Class A Common Stock					14,160	I	AMR - IRA (1)		
Class A Common Stock					753	I	AMR - RAII (2)		
Class A Common Stock					369	I	AMR - RAIV (3)		
Class A					1,975	I	AMR - RMI		

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Common Stock			(Delaware) (4)
Class A Common Stock	27,008	I	AMR - Trust2 (SR) (5)
Class A Common Stock	18,400	I	AMR - Trust3 (Grandchildren)
Class A Common Stock	30,000	I	AMR JR 2012 GRAT(A) (7)
Class A Common Stock	226,470	I	AMR Main Trust(A) (8)
Class A Common Stock	6	I	AMR RAIV GP
Class A Common Stock	28,700	I	AMR/Trust (Unitrust) (9)
Class A Common Stock	29,379	I	BTR - RAII (10)
Class A Common Stock	15,705	I	BTR - RAIV (11)
Class A Common Stock	740	I	BTR - Class A Trust
Class A Common Stock	705	I	CTR - Trust (12)
Class A Common Stock	2,116	I	VGR - RAII (13)
Class A Common Stock	21,006	I	VGR - Trust (14)

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

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SEC 1474 (9-02)

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. 5. Number of TransactionDerivative Code Securities Acquired (Instr. 8) (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)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	(15)	06/26/2013		J <u>(16)</u>	19,110		(15)	(15)	Class A Common Stock	19,110
Class B Common Stock	(15)	06/26/2013		J <u>(16)</u>		19,110	(15)	<u>(15)</u>	Class A Common Stock	19,110
Class B Common Stock	(15)						(15)	<u>(15)</u>	Class A Common Stock	14,322
Class B Common Stock	\$ 0 (15)						(15)	<u>(15)</u>	Class A Common Stock	1,035
Class B Common Stock	(15)						(15)	<u>(15)</u>	Class A Common Stock	19
Class B Common Stock	\$ 0 (15)						(15)	<u>(15)</u>	Class A Common Stock	43,969
Class B Common Stock	(15)						<u>(15)</u>	<u>(15)</u>	Class A Common Stock	5,143
Class B Common Stock	<u>(15)</u>						<u>(15)</u>	<u>(15)</u>	Class A Common Stock	5,143

Class B Class A Common $\$ 0 \frac{(15)}{}$ Common 61,768 Stock

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

RANKIN ALFRED M ET AL NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, STE. 220

LANDERBROOK DRIVE, STE, 220 X CEO Group Member

CLEVELAND, OH 44124

Signatures

/s/ John D. Neumann, attorney-in-fact 06/27/2013

**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) Held in an Individual Retirement Account for the benefit of the Reporting Person.
- (2) Represents the Reporting Person's proportionate limited partnership interest in shares held by Rankin Associates II, L.P.
- (3) Represents Reporting Person's Proportionate limited partnership interest in shares held by Rankin Associates IV, L.P.
- (4) Represents the Reporting Person's proportionate limited partnership interest in shares of Rankin Associates II, L.P. held by Rankin Management, Inc. ("RMI"), as general partner.
- (5) Reporting Person serves as Trustee of Trusts for the benefit of the Estate of Alfred M. Rankin. Reporting Person disclaims bene ficial ownership of all such shares.
- Reporting Person serves as Trustee of Trusts for the benefit of each of grantor's grandchildren. Reporting Person disclaims beneficial ownership of all such shares.
- (7) GRAT2012-Reporting Person serves as Trustee of the Alfred M. Rankin, Jr. 2012 Grantor Retained Annuity Trust.
- (8) Reporting Person serves as Trustee of a Trust for the benefit of the Alfred M. Rankin, Jr.
- (9) Reporting Person serves as Trustee of the Clara T. Rankin Remainder Unitrust#2 u/a/d 1/5/77. Reporting Person disclaims benefic ial ownership of all such shares.
- Represents the proportionate limited partnership interest in shares held by Rankin Associates II, L.P., which is held in a trust for the benefit of Bruce T. Rankin. Reporting Person serves as the Trustee of the Trust. Reporting Person disclaims beneficial ownership of all such shares.
- (BTR) Reporting Person serves as Trustee of brother's trust. The Trust includes proportionate limited partnership interest in shares held by Rankin Associates I, II and IV L.P. and Class A and B Common Stock; all of which are held in a Trust for the benefit of Reporting Person's brother, 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 the Clara L.T. Rankin. Reporting Person disclaims beneficial ownership of all such shares.
- (13) 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.
- (14) Reporting Person's spouse serves as Trustee of a Trust for the benefit of Victoire G. Rankin. Reporting Person disclaims benefic ial ownership of all such shares.

Reporting Owners 4

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- (15) N/A
- (16) Shares transferred out of GRAT into Main Trust per the terms of the GRAT.
- (17) Represents the proportionate limited partnership interest in shares held by Rankin Associates I, L.P., which is held in a qualified annuity interest trust for the benefit of Reporting Person.
- Represents the proportionate limited partnership interest in shares held by Rankin Associates I, L.P., which is held is a trust for the benefit of Bruce T. Rankin. Reporting Person serves as the Trustee of the Trust. Reporting Person disclaims beneficial ownership of all such shares.

Remarks:

"Remark on Insider Relationship" - As a member of a "group" deemed to own more than 10% of an equity security as a result 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.