

NACCO INDUSTRIES INC
Form 5
February 17, 2015

FORM 5

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

OMB APPROVAL

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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 CLAIBORNE R

(Last) (First) (Middle)

NACCO INDUSTRIES, INC., 5875 LANDERBROOK DRIVE, STE. 220

(Street)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2014

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)

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) Price			
Class A Common Stock	12/12/2014	Â	G	173 D \$ 0 (1)	2,360	I	By Spouse/Trust (2)
Class A Common Stock	12/26/2014	Â	G	18 D \$ 0 (1)	25,768	I	By Trust (3)
Class A Common	12/26/2014	Â	G	657 D \$ 0 (1)	25,768	I	By Trust (3)

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Stock									
Class A Common Stock	12/26/2014	Â	G	242	A	\$ 0 (1)	10,399	I	By Trust (Daughter) (4)
Class A Common Stock	12/26/2014	Â	G	242	A	\$ 0 (1)	5,640	I	By Trust (Son) (4)
Class A Common Stock	12/26/2014	Â	G	51	D	\$ 0 (1)	25,768	I	By Trust (3)
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,116	I	By Assoc II/Spouse (5)
Class A Common Stock	Â	Â	Â	Â	Â	Â	6	I	By GP (6)
Class A Common Stock	Â	Â	Â	Â	Â	Â	39,461	I	By Assoc II (7)
Class A Common Stock	Â	Â	Â	Â	Â	Â	22,385	I	By RA4 (8)
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,975	I	By RMI (Delaware) (9)
Class A Common Stock	Â	Â	Â	Â	Â	Â	10,141	I	By Assoc II/Son (10)
Class A Common Stock	Â	Â	Â	Â	Â	Â	13,141	I	By Assoc II/Daughter (10)

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.

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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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Pri... Deriv... Secur... (Instr.
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of (D)
(Instr. 3,
4, and 5)

(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Class B Common Stock									Class A Common Stock	50,000	
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Class B Common Stock									Class A Common Stock	5,143	
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Class B Common Stock									Class A Common Stock	5,143	
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Class B Common Stock									Class A Common Stock	5,143	
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Class B Common Stock	\$ 0 ⁽¹⁾								Class A Common Stock	19	
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Class B Common Stock	\$ 0 ⁽¹⁾								Class A Common Stock	62,670	
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Class B Common	\$ 0 ⁽¹⁾								Class A Common	20,312	
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