

Freyer Cory
Form 4
August 17, 2017

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 *
Freyer Cory

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 DR., SUITE 220

3. Date of Earliest Transaction
(Month/Day/Year)
02/08/2017

____ Director
____ Officer (give title below) Other (specify below)

Member of a Group

(Street)
CLEVELAND, 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 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) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|--------------------------------|
| | | | | (A) or (D) | Price | | | | |
| | | | | Code | V | Amount | | | |
| Class A Common Stock | 02/08/2017 | | J ⁽¹⁾ | V | 1,421 | A | <u>(2)</u> 93,543 | I | By Spouse ⁽³⁾ |
| Class A Common Stock | 08/15/2017 | | J ⁽⁴⁾ | V | 3,835 | D | <u>(2)</u> 7,669 | I | By Spouse/Trust ⁽⁵⁾ |
| Class A Common Stock | 08/15/2017 | | J ⁽⁴⁾ | V | 3,835 | D | <u>(2)</u> 3,834 | I | By Spouse/Trust ⁽⁵⁾ |
| Class A Common | 08/15/2017 | | J ⁽⁴⁾ | V | 3,834 | D | <u>(2)</u> 0 | I | By Spouse/Trust |

| | | | | | | | |
|---------|--|--|--|-------|--|---|-----|
| Stock | | | | | | | (5) |
| Class A | | | | | | | |
| Common | | | | 5,564 | | D | |
| Stock | | | | | | | |

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) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------------------|
| | Director | 10% Owner | Officer | Other |
| Freyer Cory NACCO INDUSTRIES, INC. 5875 LANDERBROOK DR., SUITE 220 CLEVELAND, OH 44124 | | | | Member of a Group |

Signatures

/s/ Jesse L. Adkins,
attorney-in-fact
08/17/2017

**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) Shares distributed from Beatrice Taplin 2011 GRAT as per the terms of the GRAT.

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- (2) N/A
- (3) Shares owned by the Estate of the Reporting Person's deceased spouse. Reporting Person disclaims beneficial ownership of all such shares.
- (4) Distribution of interests in Abigail LLC pursuant to the terms of a settlement agreement.
- (5) Represents the proportionate membership interest of the Estate of the Reporting Person's deceased spouse in shares held by Abigail LLC. Reporting Person disclaims beneficial ownership of all such shares.

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.