

HYSTER-YALE MATERIALS HANDLING, INC.
Form SC 13D/A
February 14, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 13D/A
Under the Securities Exchange Act of 1934
(Amendment No. 5)

Hyster-Yale Materials Handling, Inc.
(Name of Issuer)

Class B Common Stock, par value \$0.01 per share
(Title of Class of Securities)

449172204

(CUSIP Number)

Alfred M. Rankin, Jr.
5875 Landerbrook Drive, Suite 300
Cleveland, Ohio 44124-4017

(440) 449-9600

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

February 2017

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (*Act*) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, *see* the *Notes*).

(continued on following pages)

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1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Alfred M. Rankin, Jr.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

OO See Item 3

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

USA		
NUMBER OF	7	SOLE VOTING POWER
SHARES		
BENEFICIALLY	29,759	
OWNED BY	8	SHARED VOTING POWER
EACH		
REPORTING	1,708,754	
PERSON	9	SOLE DISPOSITIVE POWER

WITH 29,759
10 SHARED DISPOSITIVE POWER

11 1,708,754
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

12 1,738,513
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14 44.30%
TYPE OF REPORTING PERSON*

IN

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1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Clara T. Rankin Williams

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

OO See Item 3

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

USA		
NUMBER OF	7	SOLE VOTING POWER
SHARES		
BENEFICIALLY	64,266	
OWNED BY	8	SHARED VOTING POWER
EACH		
REPORTING	9	0
PERSON		SOLE DISPOSITIVE POWER

WITH 64,266
10 SHARED DISPOSITIVE POWER

11 1,654,447
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

12 1,718,713
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14 43.80%
TYPE OF REPORTING PERSON*

IN

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1. NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Helen R. Butler

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3. SEC USE ONLY

4. SOURCE OF FUNDS*

OO See Item 3

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

USA		
NUMBER OF	7	SOLE VOTING POWER
SHARES		
BENEFICIALLY	58,586	
OWNED BY	8	SHARED VOTING POWER
EACH		
REPORTING	9	0
PERSON		SOLE DISPOSITIVE POWER

WITH 58,586
10 SHARED DISPOSITIVE POWER

11 1,679,387
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

12 1,737,973
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14 44.29%
TYPE OF REPORTING PERSON*

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1. NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Claiborne R. Rankin

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3. SEC USE ONLY

4. SOURCE OF FUNDS*

OO See Item 3

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

USA
 NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 123,760
 8 SHARED VOTING POWER

OWNED BY

EACH

REPORTING 1,437,504
 9 SOLE DISPOSITIVE POWER

PERSON

WITH 123,760
10 SHARED DISPOSITIVE POWER

11 1,437,504
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

12 1,561,264
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14 39.78%
TYPE OF REPORTING PERSON*

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1. NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Chloe O. Rankin

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3. SEC USE ONLY

4. SOURCE OF FUNDS*

OO See Item 3

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

USA		
NUMBER OF	7	SOLE VOTING POWER
SHARES		
BENEFICIALLY	2,783	
OWNED BY	8	SHARED VOTING POWER
EACH		
REPORTING	9	0
PERSON		SOLE DISPOSITIVE POWER

WITH 2,783
10 SHARED DISPOSITIVE POWER

11 1,558,481
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

12 1,561,264
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14 39.78%
TYPE OF REPORTING PERSON*

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1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Thomas T. Rankin

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

OO See Item 3

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

USA
NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 145,919
8 SHARED VOTING POWER

OWNED BY

EACH

1,438,343
REPORTING 9 SOLE DISPOSITIVE POWER

PERSON

WITH 145,919
10 SHARED DISPOSITIVE POWER

11 1,438,343
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

12 1,584,262
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14 40.37%
TYPE OF REPORTING PERSON*

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1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Corbin K. Rankin

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

OO See Item 3

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

USA		
NUMBER OF	7	SOLE VOTING POWER
SHARES		
BENEFICIALLY	3,622	
OWNED BY	8	SHARED VOTING POWER
EACH		
REPORTING	9	0
PERSON		SOLE DISPOSITIVE POWER

WITH 3,622
10 SHARED DISPOSITIVE POWER

11 1,580,640
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

12 1,584,262
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14 40.37%
TYPE OF REPORTING PERSON*

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1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Roger F. Rankin

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

OO See Item 3

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

USA
NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 193,760
8 SHARED VOTING POWER

OWNED BY

EACH

1,443,833
REPORTING 9 SOLE DISPOSITIVE POWER

PERSON

WITH 193,760
10 SHARED DISPOSITIVE POWER

11 1,443,833
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

12 1,637,593
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14 41.73%
TYPE OF REPORTING PERSON*

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1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Alison A. Rankin

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

OO See Item 3

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

USA
NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 3,123
8 SHARED VOTING POWER

OWNED BY

EACH

5,989
REPORTING 9 SOLE DISPOSITIVE POWER

PERSON

WITH 3,123
10 SHARED DISPOSITIVE POWER

11 1,634,470
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

12 1,637,593
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14 41.73%
TYPE OF REPORTING PERSON*

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1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Bruce T. Rankin

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

OO See Item 3

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

USA
NUMBER OF 7 SOLE VOTING POWER

SHARES

BENEFICIALLY 747
8 SHARED VOTING POWER

OWNED BY

EACH

REPORTING 9 0
SOLE DISPOSITIVE POWER

PERSON

WITH 747
10 SHARED DISPOSITIVE POWER

11 1,434,721
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

12 1,435,468
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

14 36.58%
TYPE OF REPORTING PERSON*

IN

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Part II to Schedule 13D/A

This Amendment No. 5 to Schedule 13D (this *Amendment No. 5*) is hereby filed to update and supplement certain information with respect to beneficial ownership of shares of Class B Common Stock (*Class B Common*) of Hyster-Yale Materials Handling, Inc. (the *Issuer*) held by Rankin Associates I, L.P., a Delaware limited partnership, that appeared in the Schedule 13D filed by the Reporting Persons on October 9, 2012 (the *Initial Filing*), as amended by Amendment No. 1 filed on February 14, 2013 (*Amendment No. 1*), as further amended by Amendment No. 2 filed on February 13, 2014 (*Amendment No. 2*), as further amended by Amendment No. 3 filed on February 17, 2015 (*Amendment No. 3*) and as amended by Amendment No. 4 filed on February 16, 2016 (together with the Initial Filing, Amendment No. 1, Amendment No. 2 and Amendment No. 3 the *Filings*). This Amendment No. 5 (a) updates certain information with respect to certain Reporting Persons under the Filings and (b) reflects the acquisition and/or disposition of shares of Class B Common by certain Reporting Persons. Capitalized items used herein but not defined herein have the meanings assigned to them in the Filings.

Item 5. Interest in Securities of the Issuer.

The statements under the heading Alfred M. Rankin Jr. are hereby deleted and replaced in their entirety by the following:

Alfred M. Rankin, Jr. Mr. Rankin has the sole power to vote and dispose of 29,759 shares of Class B Common and shares the power to vote and dispose of 1,708,754 shares of Class B Common. Collectively, the 1,738,513 shares of Class B Common beneficially owned by Mr. Rankin constitute approximately 44.30% of the Class B Common outstanding as of December 31, 2016.

The statements under the heading Clara T. Rankin Williams are hereby deleted and replaced in their entirety by the following:

Clara T. Rankin Williams. Ms. Williams has the sole power to vote and dispose of 64,266 shares of Class B Common and shares the power to dispose of 1,654,447 shares of Class B Common. Collectively, the 1,718,713 shares of Class B Common beneficially owned by Ms. Williams constitute approximately 43.80% of the Class B Common outstanding as of December 31, 2016.

The statements under the heading Helen R. Butler, are hereby deleted and replaced in their entirety by the following:

Helen R. Butler. Ms. Butler has the sole power to vote and dispose of 58,586 shares of Class B Common and shares the power to dispose of 1,679,387 shares of Class B Common. Collectively, the 1,737,973 shares of Class B Common beneficially owned by Ms. Butler constitute approximately 44.29% of the Class B Common outstanding as of December 31, 2016.

The statements under the heading Claiborne R. Rankin, are hereby deleted and replaced in their entirety by the following:

Claiborne R. Rankin. Mr. Rankin has the sole power to vote and dispose of 123,760 shares of Class B Common and shares the power to vote and dispose of 1,437,504 shares of Class B Common. Collectively, the 1,561,264 shares of Class B Common beneficially owned by Mr. Rankin constitute approximately 39.78% of the Class B Common outstanding as of December 31, 2016.

The statements under the heading Chloe O. Rankin, are hereby deleted and replaced in their entirety by the following:

Chloe O. Rankin. Ms. Rankin has the sole power to vote and dispose of 2,783 shares of Class B Common and shares the power to dispose of 1,558,481 shares of Class B Common. Collectively, the 1,561,264 shares of Class B Common beneficially owned by Ms. Rankin constitute approximately 39.78% of the Class B Common outstanding as of December 31, 2016.

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The statements under the heading Thomas T. Rankin, are hereby deleted and replaced in their entirety by the following:

Thomas T. Rankin. Mr. Rankin has the sole power to vote and dispose of 145,919 shares of Class B Common and shares the power to vote and dispose of 1,438,343 shares of Class B Common. Collectively, the 1,584,262 shares of Class B Common beneficially owned by Mr. Rankin constitute approximately 40.37% of the Class B Common outstanding as of December 31, 2016.

The statements under the heading Corbin K. Rankin, are hereby deleted and replaced in their entirety by the following:

Corbin K. Rankin. Ms. Rankin has the sole power to vote and dispose of 3,622 shares of Class B Common and shares the power to dispose of 1,580,640 shares of Class B Common. Collectively, the 1,584,262 shares of Class B Common beneficially owned by Ms. Rankin constitute approximately 40.37% of the Class B Common outstanding as of December 31, 2016.

The statements under the heading Roger F. Rankin, are hereby deleted and replaced in their entirety by the following:

Roger F. Rankin. Mr. Rankin has the sole power to vote and dispose of 193,760 shares of Class B Common and shares the power to vote and dispose of 1,443,833 shares of Class B Common. Collectively, the 1,637,593 shares of Class B Common beneficially owned by Mr. Rankin constitute approximately 41.73% of the Class B Common outstanding as of December 31, 2016.

The statements under the heading Alison A. Rankin, are hereby deleted and replaced in their entirety by the following:

Alison A. Rankin. Ms. Rankin has the sole power to vote and dispose of 3,123 shares of Class B Common, shares the power to vote and dispose of 5,989 shares of Class B Common with her husband (Roger F. Rankin) and shares the power to dispose of 1,634,470 shares of Class B Common. Collectively, the 1,637,593 shares of Class B Common beneficially owned by Ms. Rankin constitute approximately 41.73% of the Class B Common outstanding as of December 31, 2016.

The statements under the heading Bruce T. Rankin, are hereby deleted and replaced in their entirety by the following:

Bruce T. Rankin. Mr. Rankin has the sole power to vote and dispose of 747 shares of Class B Common and shares the power to dispose of 1,434,721 shares of Class B Common. Collectively, the 1,435,468 shares of Class B Common beneficially owned by Mr. Rankin constitute approximately 36.58% of the Class B Common outstanding as of December 31, 2016

[Signatures begin on the next page.]

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, we certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2017

Name: Rankin Associates I, L.P.

By: Main Trust of Alfred M. Rankin created under the Agreement dated as of September 28, 2000, as supplemented, amended and restated, between Alfred M. Rankin, Jr., as trustee, and Alfred M. Rankin, Jr., creating a trust for the benefit of Alfred M. Rankin, Jr. (successor in interest to the Trust created by the Agreement, dated August 30, 1967, as supplemented, amended and restated, between National City Bank, as trustee, and Alfred M. Rankin, Jr., creating a trust for the benefit of Alfred M. Rankin, Jr.), as one of its General Partners

By: /s/ Alfred M. Rankin, Jr.
Alfred M. Rankin, Jr.

REPORTING INDIVIDUALS

By: /s/ Alfred M. Rankin, Jr.
Alfred M. Rankin, Jr., on behalf of himself, and as:

Attorney-in-Fact for Thomas T. Rankin*

Attorney-in-Fact for Claiborne R. Rankin*

Attorney-in-Fact for Roger F. Rankin*

Attorney-in-Fact for Bruce T. Rankin*

Attorney-in-Fact for Helen R. Butler*
Attorney-in-Fact for Clara T. Rankin
Williams*
Attorney-in-Fact for Alison A. Rankin*
Attorney-in-Fact for Chloe O. Rankin*
Attorney-in-Fact for Corbin Rankin*
Attorney-in-Fact for BTR 2012 GST
Trust for Chloe R. Seelbach*
Attorney-in-Fact for BTR 2012 GST
Trust for Thomas P. Rankin *
Attorney-in-Fact for BTR 2012 GST
Trust for Helen R. Butler *
Attorney-in-Fact for BTR 2012 GST
Trust for Elisabeth M. Rankin*
Attorney-in-Fact for BTR 2012 GST
Trust for Julia R. Kuipers*
Attorney-in-Fact for BTR 2012 GST
Trust for Clara R. Williams*
Attorney-in-Fact for BTR 2012 GST
Trust for Matthew M. Rankin*
Attorney-in-Fact for BTR 2012 GST
Trust for Claiborne R. Rankin, Jr.*

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Attorney-in-Fact for BTR 2012 GST Trust for
James T. Rankin*

Attorney-in-Fact for BTR 2012 GST Trust for
Anne F. Rankin*

* The power of attorney authorizing the above named individual to act on behalf of each of the foregoing Reporting Persons is included in Exhibit 1 to the Schedule 13D, filed October 9, 2012, and in Exhibit 8 hereto.