

HYSTER-YALE MATERIALS HANDLING, INC.

Form SC 13D/A

February 14, 2019

CUSIP No. 449172204

Schedule 13D/A

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934

(Amendment No. 6)

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 2019

(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).

1 NAME 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	31,716	
OWNED BY	8	SHARED VOTING POWER
EACH		
REPORTING	1,463,693	
PERSON	9	SOLE DISPOSITIVE POWER
WITH		
	31,716	
	10	SHARED DISPOSITIVE POWER

1,702,093

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,733,809

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

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

44.71%

14 TYPE OF REPORTING PERSON*

IN

1 NAME OF REPORTING PERSONS

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

Victoire G. 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	21,006	
OWNED BY	8	SHARED VOTING POWER
EACH		
REPORTING	0	
PERSON	9	SOLE DISPOSITIVE POWER
WITH		
	21,006	
	10	SHARED DISPOSITIVE POWER

1,712,803

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,733,809

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

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

44.71%

14 TYPE OF REPORTING PERSON*

IN

1 NAME OF REPORTING PERSONS

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

Matthew M. 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	11,670	
OWNED BY	8	SHARED VOTING POWER
EACH		
REPORTING	1,208	
PERSON	9	SOLE DISPOSITIVE POWER
WITH		
	11,670	
	10	SHARED DISPOSITIVE POWER

340,225

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

351,895

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

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

9.07%

14 TYPE OF REPORTING PERSON*

IN

1 NAME OF REPORTING PERSONS

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

Elizabeth B. 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	722	
OWNED BY	8	SHARED VOTING POWER
EACH		
REPORTING	0	
PERSON	9	SOLE DISPOSITIVE POWER
WITH		
	722	
	10	SHARED DISPOSITIVE POWER

351,173

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

351,895

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

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

9.07%

14 TYPE OF REPORTING PERSON*

IN

Part II to Schedule 13D/A

This Amendment No. 6 to Schedule 13D (this *Amendment No. 6*) 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 II, L.P., a Delaware limited partnership, that appeared in the Schedule 13D filed by the Reporting Persons on February 14, 2013 (the *Initial Filing*), as amended by Amendment No. 1 filed on February 14, 2014 (*Amendment No. 1*), as further amended by Amendment No. 2 filed on February 17, 2015 (*Amendment No. 2*), as further amended by Amendment No. 3 filed on February 16, 2016 (*Amendment No. 3*), as further amended by Amendment No. 4 filed on February 14, 2017 (*Amendment No. 4*) and as further amended by Amendment No. 5 filed on February 14, 2018 (together with the Initial Filing, Amendment No. 1, Amendment No. 2, Amendment No. 3 and Amendment No. 4, the *Filings*). This Amendment No. 6 (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 terms used herein but not defined herein have the meanings assigned to them in the Filings.

Item 2. Identity and Background.

(a) (c) Item 2 of the Filings is hereby amended as follows:

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

Alfred M. Rankin, Jr. Mr. Rankin's resident address is 7421 Markell Road, Waite Hill, Ohio 44094. He is (a) Chairman, President and Chief Executive Officer of the Issuer, at 5875 Landerbrook Drive, Suite 300, Cleveland, Ohio 44124, (b) Non-Executive Chairman of NACCO Industries, Inc., a Delaware corporation, at 5875 Landerbrook Drive, Suite 220, Cleveland, Ohio 44124 and (c) Non-Executive Chairman of Hamilton Beach Brands Holding Company, a Delaware corporation, at 4421 Waterfront Dr., Glen Allen, Virginia 23060.

The statements under the heading Thomas Parker Rankin are hereby deleted and replaced by the following:

Thomas Parker Rankin. Mr. Rankin's address is 20 Commerce St., Apartment BW, New York, NY 10014. He is an associate at Evercore Partners.

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 31,716 shares of Class B Common, shares the power to vote 1,463,693 shares of Class B Common and shares the power to dispose of 1,702,093 shares of Class B Common. Collectively, the 1,733,809 shares of Class B Common beneficially owned by Mr. Rankin constitute approximately 44.71% of the Class B Common outstanding as of December 31, 2018.

The statements under the heading Victoire G. Rankin are hereby deleted and replaced in their entirety by the following:

Victoire G. Rankin. Ms. Rankin has the sole power to vote and dispose of 21,006 shares of Class B Common and shares the power to dispose of 1,712,803 shares of Class B Common. Collectively, the 1,733,809 shares of Class B

Common beneficially owned by Ms. Rankin constitute approximately 44.71% of the Class B Common outstanding as of December 31, 2018.

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

Matthew M. Rankin. Mr. Rankin has the sole power to vote and dispose of 11,670 shares of Class B Common, shares the power to vote 1,208 shares of Class B Common and shares the power to dispose of 340,225 shares of Class B Common. Collectively, the 351,895 shares of Class B Common beneficially owned by Mr. Rankin constitute approximately 9.07% of the Class B Common outstanding as of December 31, 2018.

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

Elizabeth B. Rankin. Ms. Rankin has the sole power to vote and dispose of 722 shares of Class B Common and shares the power to dispose of 351,173 shares of Class B Common. Collectively, the 351,895 shares of Class B Common beneficially owned by Ms. Rankin constitute approximately 9.07% of the Class B Common outstanding as of December 31, 2018.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

Item 6 of the Filings is hereby amended by inserting at the end thereof the following:

Effective October 30, 2018, each of the Issuer and the Participating Stockholders executed and delivered an Amendment to the Stockholders Agreement amending the Stockholders Agreement to add additional Participating Stockholders under the Stockholders Agreement. A copy of the Amendment to the Stockholders Agreement is attached hereto as Exhibit 18 and is incorporated herein in its entirety.

Item 7. Material to be Filed as Exhibits.

Item 7 of the Initial Filing is hereby amended by adding the following:

Exhibit 18 Eighth Amendment to Stockholders Agreement, dated as of October 30, 2018, by and between the Issuer and the Participating Stockholders (incorporated by reference to Exhibit 26 to the Issuer's Schedule 13D/A, filed by the Issuer on February 14, 2019, Commission File Number 005-87003).
[Signatures begin on the next page.]

[The remainder of this page was intentionally left blank.]

SIGNATURES

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

Date: February 14, 2019

RANKIN ASSOCIATES II, L.P.

By: Rankin Management, Inc., its
Managing Partner

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

President

RANKIN MANAGEMENT, INC.

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

President

REPORTING INDIVIDUALS

/s/ Alfred M. Rankin, Jr.
Name: Alfred M. Rankin, Jr., on behalf of
himself, and as:
Attorney-in-Fact for Victoire G.
Rankin*
Attorney-in-Fact for Helen R. Butler*
Attorney-in-Fact for Clara T. Rankin
Williams*
Attorney-in-Fact for Thomas T.
Rankin*
Attorney-in-Fact for Matthew M.
Rankin*
Attorney-in-Fact for Claiborne R.
Rankin*
Attorney-in-Fact for Chloe O. Rankin*
Attorney-in-Fact for Roger F. Rankin*
Attorney-in-Fact for Bruce T. Rankin*
Attorney-in-Fact for Alison A. Rankin*

Attorney-in-Fact for Corbin K.
Rankin*
Attorney-in-Fact for John C. Butler,
Jr.*
Attorney-in-Fact for James T. Rankin*
Attorney-in-Fact for Claiborne R.
Rankin, Jr.*
Attorney-in-Fact for David B.
Williams*
Attorney-in-Fact for Scott W.
Seelbach*
Attorney-in-Fact for Elizabeth B.
Rankin*
Attorney-in-Fact for Thomas P.
Rankin*
Attorney-in-Fact for Julia Rankin
Kuipers*
Attorney-in-Fact for Lynne T. Rankin*
Attorney-in-Fact for Chloe R.
Seelbach*

- * The power of attorney authorizing the above named individual to act on behalf of each of the foregoing Reporting Persons is included in Exhibit 2, at page 16, and Exhibit 4, at pages 25 and 26 of the Schedule 13D, filed February 18, 1998.