

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
<b>BUTLER JOHN C JR</b>	<b>Hamilton Beach Brands Holding Co [ HBB ]</b>	<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	<input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
<b>4421 WATERFRONT DRIVE</b>	<b>12/5/2019</b>	<b>Member of a Group</b>
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
<b>GLEN ALLEN, VA 23060</b>		<input checked="" type="checkbox"/> Form filed by One Reporting Person
(City) (State) (Zip)		<input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

[illegible]

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	1/1/2020		A <sup>(3)</sup>		1284	A	(1)	73094	I	for the benefit of Reporting Person
Class A Common Stock								3927	I	Held in Trust for the benefit of Reporting Person's minor child <sup>(2)</sup>
Class A Common Stock								4083	I	Held in Trust for the benefit of Reporting Person's minor child <sup>(2)</sup>
Class A Common Stock								77289	I	Held in Trust for the benefit of Spouse <sup>(2)</sup>
Class A Common Stock								2800	I	Individual Retirement Account for the benefit of Reporting Person
Class A Common Stock								69458	I	Spouse's proportionate limited partnership interest in shares held by Rankin Associates I, L.P. <sup>(2)</sup>
Class A Common Stock								41827	I	Spouse's proportionate limited partnership interest in shares held by Rankin Associates IV, L.P. <sup>(2)</sup>

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class B Common Stock	(1)	12/5/2019		G	V	222	(1)	(1)	Class A Common Stock	222	(1)	8061	I	Proportionate limited partnership interest in shares held by Rankin Associates II, L.P.
Class B Common Stock	(1)	12/5/2019		G	V	222	(1)	(1)	Class A Common Stock	222	(1)	11528	I	Spouse's proportionate limited partnership interest in shares held by Rankin Associates II, L.P. <sup>(2)</sup>
Class B Common Stock	(1)	12/5/2019		G	V	222	(1)	(1)	Class A Common Stock	222	(1)	11306	I	Spouse's proportionate limited partnership interest in shares held by Rankin Associates II, L.P. <sup>(2)</sup>

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
															L.P. <a href="#">(2)</a>
Class B Common Stock	<a href="#">(1)</a>	12/5/2019		G	V	222		<a href="#">(1)</a>	<a href="#">(1)</a>	Class A Common Stock	222	<a href="#">(1)</a>	8638	I	Child's proportionate limited partnership interest in shares held by Rankin Associates II, L.P. <a href="#">(2)</a>
Class B Common Stock	<a href="#">(1)</a>	12/5/2019		G	V	222		<a href="#">(1)</a>	<a href="#">(1)</a>	Class A Common Stock	222	<a href="#">(1)</a>	8794	I	Minor Child's proportionate limited partnership interest in shares held by RA II, L.P. <a href="#">(2)</a>
Class B Common Stock	<a href="#">(1)</a>	12/5/2019		G	V	111		<a href="#">(1)</a>	<a href="#">(1)</a>	Class A Common Stock	111	<a href="#">(1)</a>	11417	I	Spouse's proportionate limited partnership interest in shares held by Rankin Associates II, L.P. <a href="#">(2)</a>
Class B Common Stock	<a href="#">(1)</a>							<a href="#">(1)</a>	<a href="#">(1)</a>	Class A Common Stock	63638		63638	I	Held in Trust for the benefit of Reporting Person
Class B Common Stock	<a href="#">(1)</a>							<a href="#">(1)</a>	<a href="#">(1)</a>	Class A Common Stock	3927		3927	I	Held in Trust for the benefit of Reporting Person's minor child <a href="#">(2)</a>
Class B Common Stock	<a href="#">(1)</a>							<a href="#">(1)</a>	<a href="#">(1)</a>	Class A Common Stock	4083		4083	I	Held in Trust for the benefit of Reporting Person's minor child <a href="#">(2)</a>
Class B Common Stock	<a href="#">(1)</a>							<a href="#">(1)</a>	<a href="#">(1)</a>	Class A Common Stock	77289		77289	I	Held in Trust for the benefit of Spouse <a href="#">(2)</a>
Class B Common Stock	<a href="#">(1)</a>							<a href="#">(1)</a>	<a href="#">(1)</a>	Class A Common Stock	2800		2800	I	Individual Retirement Account for the benefit of Reporting Person
Class B Common Stock	<a href="#">(1)</a>							<a href="#">(1)</a>	<a href="#">(1)</a>	Class A Common Stock	69458		69458	I	Spouse's proportionate limited partnership interest in shares held by Rankin Associates I, L.P. <a href="#">(2)</a>
Class B Common Stock	<a href="#">(1)</a>							<a href="#">(1)</a>	<a href="#">(1)</a>	Class A Common Stock	41827		41827	I	Spouse's proportionate limited partnership interest in shares held by Rankin Associates IV, L.P. <a href="#">(2)</a>

**Explanation of Responses:**

**(1)** N/A

- (2) Reporting Person disclaims beneficial ownership of all such shares.
- (3) Shares of Class A Common Stock awarded to the Reporting Person as "Required Shares" under the Company's Non-Employee Directors' Equity Compensation Plan.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BUTLER JOHN C JR 4421 WATERFRONT DRIVE GLEN ALLEN, VA 23060	X			Member of a Group

Signatures

/s/ Derek R. Redmond, attorney-in-fact

1/2/2020

Signature of Reporting Person

Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.