#### Edgar Filing: RANKIN ELIZABETH B - Form 5

#### RANKIN ELIZABETH B

Form 5

Stock

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February 0	7, 2013												
<b>FORI</b>	FORM 5								OMB APPROVAL				
	UNITED		S SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						DMB Number:	3235-0362			
	his box if er subject	V						E	Expires:	January 31, 2005			
to Sective Form 4 5 obligate may consider the following formula of the	or Form AN ations atinue.		ATEMENT OF CHANGES IN BENEI OWNERSHIP OF SECURITIES							d average ours per			
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  Reported  Form 4  Transactions  Reported  Transactions  Reported													
	Address of Reporting ELIZABETH B	Symbo	2. Issuer Name <b>and</b> Ticker or Trading Symbol NACCO INDUSTRIES INC [NC]				5. Relationship of Reporting Person(s) to Issuer						
(Last)	(First)	(Mont	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)				(Check all applicable)  Director 10% Owner Officer (give titleX Other (specify						
	NDUSTRIES, 75 LANDERBRO UITE 300		12/31/2012Officer below)						below)  Member of a group				
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Reporting  (check applicable line)						
CLEVELA	AND, OH 441	24						m Filed by One Reporting Person n Filed by More than One Reporting					
(City)	(State)	(Zip) T	able I - Non-D	erivative S	Securi	ities Ac	acquired, Disposed of, or Beneficially Owned						
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Amount (D) Price		Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)		ship Be (Ir (D) ect	Nature of Indirect eneficial Ownership estr. 4)				
Class A Common Stock	09/13/2012	Â	G	189	A	\$0	9,231	I	В	y RAII/Spouse (1)			
Class A Common	09/13/2012	Â	G	189	A	\$0	9,420	I	В	y RAII/Spouse (1)			

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Class A Common Stock									
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,058	I	By RAII (2)
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,010	I	By Spouse/Co-Trustee for Child1/RAII (3)
Class A Common Stock	Â	Â	Â	Â	Â	Â	645	I	By Spouse/Co-Trustee for Child1/Trust (4)
Class A Common Stock	Â	Â	Â	Â	Â	Â	500	I	By Spouse (5)
Class A Common Stock	Â	Â	Â	Â	Â	Â	8,509	I	By Trust/Spouse (6)
Class A Common Stock	Â	Â	Â	Â	Â	Â	862	I	By Spouse/Co-Trustee for Child2/RAII (3)
Class A Common Stock	Â	Â	Â	Â	Â	Â	563	I	By Spouse/Co-Trustee for Child2/Trust (4)

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.

**SEC 2270** (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<ol> <li>Title of</li> </ol>	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Tit	le and	8. Price of	9.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	int of	Derivative	of
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Unde	rlying	Security	D
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e	•		ities	(Instr. 5)	Se
	Derivative				Securities			(Instr	. 3 and 4)		В
	Security				Acquired						О
					(A) or						Eı
					Disposed						Is
					of (D)						Fi
					(Instr. 3,						(I
					4, and 5)						
									Amount		
						Date	Expiration	<b></b>	or		
						Exercisable Date	^		Number		
					(A) (D)				of		
					(A) (D)				Shares		

# **Reporting Owners**

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

RANKIN ELIZABETH B NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, SUITE 300 CLEVELAND, OHÂ 44124

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Member of a group

# **Signatures**

/s/ John D. Neumann, attorney-in-fact

01/16/2013

\*\*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) Represents the Reporting Person's spouse's proportionate limited partnership interests in shares held by Rankin Associates II, L. P. Reporting Person disclaims beneficial ownership of all such shares.
- (2) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.
  - Held by Trust for the benefit of Reporting Person's minor child. Spouse serves as co-trustee with PNC bank. Shares represent the minor
- (3) child's proportionate limited interests in shares held by Rankin Associates II, L.P. Reporting Person disclaims beneficial ownership of all such shares.
- (4) Held by a trust for Reporting Person's minor child. Reporting Person's spouse and Reporting Person's spouse's brother, James T. Rankin, serve as co-trustees of the trust. Reporting Person disclaims beneficial ownership of all such shares.
- (5) By Spouse. Reporting Person disclaims beneficial ownership of all such shares.
- (6) Held through a trust of which the Reporting Person's spouse is co-trustee with his father. Reporting Person disclaims beneficial ownership of all such shares.

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#### **Remarks:**

As a member of a "group" deemed to own more than 10% of an equity security as a result or Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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