

NACCO INDUSTRIES INC
Form 5
February 14, 2008

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
RANKIN CLARA L T

(Last) (First) (Middle)

NACCO INDUSTRIES, INC., 5875 LANDERBROOK DRIVE, STE. 300

(Street)

2. Issuer Name and Ticker or Trading Symbol
NACCO INDUSTRIES INC [NC]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2007

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
____ Officer (give title below) Other (specify below)
Member of a Group

6. Individual or Joint/Group Reporting

(check applicable line)

MAYFIELD HEIGHTS, OH 44124

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (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			
Class A Common Stock	08/23/2007	08/23/2007	G	195 D \$ 0	54,701	I	By Trust (RA4) ⁽¹⁾
Class A Common Stock	09/19/2007	09/19/2007	J4 ⁽⁵⁾	2,500 D \$ 0	3,083	I	By Trust CLTR ⁽³⁾
	09/19/2007	09/19/2007	J4 ⁽⁵⁾	2,500 A \$ 0	2,500	I	

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Class A Common Stock									By Trust CLTR/GRAT 09 ⁽⁴⁾
Class A Common Stock	09/19/2007	09/19/2007	J4 ⁽⁵⁾	54,459	D	\$ 0	242	I	By Trust (RA4) ⁽¹⁾
Class A Common Stock	09/19/2007	09/19/2007	J4 ⁽⁵⁾	54,459	A	\$ 0	54,459	I	By Trust (RA4) GRAT09 ⁽⁶⁾
Class A Common Stock	Â	Â	Â	Â	Â	Â	4,678	I	By Trust CLTR/GRAT 08 ⁽⁴⁾
Class A Common Stock	Â	Â	Â	Â	Â	Â	24,056	I	By Trust (RA4) GRAT08 ⁽⁶⁾

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

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(9-02)

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 Underlying (Instr. 3 and 4)
					(A)	(D)	Date Exercisable	Expiration Date	
Class B Common Stock	\$ 0 ⁽²⁾	08/23/2007	08/23/2007	G	Â	545	Â ⁽²⁾	Â ⁽²⁾	Class A Common Stock
Class B Common Stock	\$ 0	09/19/2007	09/19/2007	J4 ⁽⁵⁾	7,000	Â	03/24/2006	03/24/2006	Class A Common Stock
Class B Common Stock	\$ 0 ⁽²⁾	09/19/2007	09/19/2007	J4 ⁽⁵⁾	Â	7,000	Â ⁽²⁾	Â ⁽²⁾	Class A Common Stock
Class B Common Stock	Â	09/19/2007	09/19/2007	J4 ⁽⁵⁾	152,467	Â	Â ⁽²⁾	Â ⁽²⁾	Class A Common Stock
Class B Common Stock	\$ 0 ⁽²⁾	09/19/2007	09/19/2007	J4 ⁽⁵⁾	Â	152,467	Â ⁽²⁾	Â ⁽²⁾	Class A Common Stock

Class B Common Stock	\$ 0	^	^	^	^	^	03/24/2006	03/24/2006	Class A Common Stock
Class B Common Stock	\$ 0	^	^	^	^	^	03/24/2006	03/24/2006	Class A Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RANKIN CLARA L T NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, STE. 300 MAYFIELD HEIGHTS, OH 44124	^	^	^	Member of a Group

Signatures

/s/Constantine E. Tsipis, attorney-in-fact for Clara L.T. Rankin	02/14/2008
**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) RA4. Represents the Reporting Person's proportionate limited partnership interest in shares held by Rankin Associates IV, L.P.
- (2) N/A
- (3) Reporting Person's son serves as Trustee of a Trust for the benefit of the Clara L.T. Rankin .
- (4) Represents shares which is held in a qualified annuity interest trust for the benefit of Clara LT Rankin.
- (5) Account transfer.
- (6) Represents the proportionate limited partnership interest in shares held by Rankin Assoc 4, which is held in a qualified annuity interest trust for the benefit of Clara LT Rankin.
- (7) Represents the proportionate limited partnership interest in shares held by Rankin Assoc I, which is held in a qualified annuity interest trust for the benefit of Clara LT Rankin.

^
Remarks:
 "Remark on Insider Relationship" - As a member of a "group" deemed to own more than 10% of

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