SEELBACH SCOTT W
Form 5
February 14, 2011

FORM 5

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

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

OMB APPROVAL
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).
Form 3 Holdings Reported
Form 4 Transactions Reported

1. Name and Address of Reporting Person *
SEELBACH SCOTT W

(Last) (First) (Middle)

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

(Street)

MAYFIELD HEIGHTS,Â OHÂ 44124

(City) (State) (Zip)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2010

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)
__X__ Other (specify below)
Member of a group

6. Individual or Joint/Group Reporting

(check applicable line)

_X_ 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)
				Amount	(A) or (D)	Price			
Class A Common Stock	07/02/2010	Â	G	252	A	$ 0	6,802	I	By Assoc II/Spouse (1)
Class A Common Stock	07/02/2010	Â	G	252	A	$ 0	7,054	I	By Assoc II/Spouse (1)
	11/26/2010	Â	G	1,825	A	$ 0	8,879	I	

Class A Common Stock									By Assoc II/Spouse (1)
Class A Common Stock	Â	Â	Â	Â	Â	Â	14,056	I	By Spouse/Trust (2)
Class A Common Stock	Â	Â	Â	Â	Â	Â	537	I	By AssocII/Child 2 (3)
Class A Common Stock	Â	Â	Â	Â	Â	Â	563	I	By Trust/Child 2 (4)
Class A Common Stock	Â	Â	Â	Â	Â	Â	722	D	Â
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,321	I	By Assoc II (5)
Class A Common Stock	Â	Â	Â	Â	Â	Â	337	I	By AssocII/Child 1 (3)
Class A Common Stock	Â	Â	Â	Â	Â	Â	722	I	By Trust/Child 1 (4)

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

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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 Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. of D Se B O E Is Fi (I
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SEELBACH SCOTT W NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, STE. 300 MAYFIELD HEIGHTS,Â OHÂ 44124	Â	Â	Â	Member of a group

Signatures

/s/Suzanne S. Taylor, attorney-in-fact	02/14/2011
**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)	Held by a Trust, together with National City Bank , Chloe R. Seelbach, Trustees for the trust dated 4/10/09. Reporting Person disclaims beneficial ownership of all such shares.
(3)	Represents the Reporting Person's child's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.
(4)	Represents Reporting Person's child's trust. Reporting Person disclaims all beneficial ownership of such shares.
(5)	Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.-------

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Remarks:

"RemarkÂ onÂ InsiderÂ Relationship"Â -Â AsÂ aÂ memberÂ ofÂ aÂ "group"Â deemedÂ toÂ ownÂ moreÂ thanÂ 10%Â o

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure.
Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.