NACCO INDUSTRIES INC
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 *
RANKIN ALFRED M ET AL

(Last) (First) (Middle)

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

(Street)

CLEVELAND,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)

__X__ Director
_____ 10% Owner
__X__ Officer (give title below)
__X__ Other (specify below)
CEO / Group Member

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	06/04/2010	Â	G	58	A	$ 0	621	I	BTR - Class A Trust
Class A Common Stock	11/26/2010	Â	G	4,704	D	$ 0	33,189	I	BTR-2010GRAT - RAII
	11/26/2010	Â	G	4,704	A	$ 0	18,254	I	BTR - RAII (1)

Class A Common Stock									
Class A Common Stock	11/26/2010	Â	G	18,254	D	$ 0	0	I	BTR-2010GRAT - RAII
Class A Common Stock	Â	Â	Â	Â	Â	Â	14,160	I	AMR - IRA (4)
Class A Common Stock	Â	Â	Â	Â	Â	Â	5,345	I	AMR - RAII (5)
Class A Common Stock	Â	Â	Â	Â	Â	Â	22,385	I	AMR - RAIV (6)
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,975	I	AMR - RMI (Delaware) (7)
Class A Common Stock	Â	Â	Â	Â	Â	Â	152,129	I	AMR - Trust - A (8)
Class A Common Stock	Â	Â	Â	Â	Â	Â	27,008	I	AMR - Trust2 (SR) (9)
Class A Common Stock	Â	Â	Â	Â	Â	Â	23,200	I	AMR - Trust3 (Grandchildren) (10)
Class A Common Stock	Â	Â	Â	Â	Â	Â	6	I	AMR RAIV GP
Class A Common Stock	Â	Â	Â	Â	Â	Â	30,000	I	AMR/Trust (Unitrust) (11)
Class A Common Stock	Â	Â	Â	Â	Â	Â	15,705	I	BTR - RAIV (12)
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,116	I	VGR - RAII (13)
Class A Common Stock	Â	Â	Â	Â	Â	Â	21,006	I	VGR - Trust (14)

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 Underlying Securitie (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amou Numb Shares
Class B Common Stock	Â	11/26/2010	Â	G	Â	15,629	Â (2)	Â (2)	Class A Common Stock	15,6
Class B Common Stock	Â	11/26/2010	Â	G	15,629	Â	Â (2)	Â (2)	Class A Common Stock	15,6
Class B Common Stock	Â	11/26/2010	Â	G	Â	60,984	Â (2)	Â (2)	Class A Common Stock	60,9
Class B Common Stock	$ 0 (2)	Â	Â	Â	Â	Â	Â (2)	Â (2)	Class A Common Stock	62,6
Class B Common Stock	Â	Â	Â	Â	Â	Â	Â (2)	Â (2)	Class A Common Stock	63,0
Class B Common Stock	Â	Â	Â	Â	Â	Â	Â (2)	Â (2)	Class A Common Stock	19
Class B Common Stock	$ 0 (2)	Â	Â	Â	Â	Â	Â (2)	Â (2)	Class A Common Stock	43,9
Class B Common Stock	$ 0 (2)	Â	Â	Â	Â	Â	Â (2)	Â (2)	Class A Common Stock	113,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RANKIN ALFRED M ET AL	Â X	Â	Â CEO	Group

NACCO INDUSTRIES, INC.
5875 LANDERBROOK DRIVE, STE. 300
CLEVELAND,Â OHÂ 44124

Member

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 proportionate limited partnership interest in shares held by Rankin Associates II, L.P., which is held in a trust for the benefit of Bruce T. Rankin. Reporting Person serves as the Trustee of the Trust. Reporting Person disclaims beneficial ownership of all such shares.
(2)	N/A
(3)	Represents the proportionate limited partnership interest in shares held by Rankin Associates I, L.P., which is held in a qualified annuity interest trust for the benefit of Reporting Person.
(4)	Held in an Individual Retirement Account for the benefit of the Reporting Person.
(5)	Represents the Reporting Person's proportionate limited partnership interest in shares held by Rankin Associates II, L.P.
(6)	Represents Reporting Person's Proportionate limited partnership interest in shares held by Rankin Associates IV, L.P.
(7)	Represents the Reporting Person's proportionate limited partnership interest in shares of Rankin Associates II, L.P. held by Rankin Management, Inc. ("RMI"), as general partner.
(8)	Reporting Person serves as Trustee of a Trust for the benefit of the Alfred M. Rankin, Jr.
(9)	Reporting Person serves as Trustee of Trusts for the benefit of the Estate of Alfred M. Rankin. Reporting Person disclaims bene ficial ownership of all such shares.
(10)	Reporting Person serves as Trustee of Trusts for the benefit of each of grantor's grandchildren. Each trust owns 4,800 shares. Reporting Person disclaims beneficial ownership of all such shares.
(11)	Reporting Person serves as Trustee of the Clara T. Rankin Remainder Unitrust#2 u/a/d 1/5/77. Reporting Person disclaims benefic ial ownership of all such shares.
(12)	(BTR) Reporting Person serves as Trustee of brother's trust. The Trust includes proportionate limited partnership interest in shares held by Rankin Associates I, II and IV L.P. and Class A and B Common Stock; all of which are held in a Trust for the benefit of Reporting Person's brother, Bruce T. Rankin. Reporting Person disclaims beneficial ownership of all such shares.
(13)	Represents the Reporting Person's spouse's proportionate limited partnership interest in shares held by Rankin Associates II, L.P .. Reporting Person disclaims beneficial ownership of all such shares.
(14)	Reporting Person's spouse serves as Trustee of a Trust for the benefit of Victoire G. Rankin. Reporting Person disclaims benefic ial ownership of all such shares.
(15)	Represents the proportionate limited partnership interest in shares held by Rankin Associates I, L.P., which is held is a trust for the benefit of Bruce T. Rankin. Reporting Person serves as the Trustee of the Trust. Reporting Person disclaims beneficial ownership of all such shares.

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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.