RANKIN BRUCE T

Check this box if

Form 5

February 11, 2010

## FORM 5

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

Washington, D.C. 20549

no longer subject to Section 16.
Form 4 or Form
5 obligations may continue.

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL

OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 1.0

3235-0362

January 31,

2005

**OMB** 

Number:

Expires:

See Instruction
1(b). 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

30(h) of the Investment Company Act of 1940

Transactions Reported

1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer RANKIN BRUCE T Symbol NACCO INDUSTRIES INC [NC] (Check all applicable) (Last) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) Director 10% Owner Officer (give title \_\_X\_ Other (specify 12/31/2009 below) below) NACCO INDUSTRIES, Member of a group INC., Â 5875 LANDERBROOK DRIVE, STE. 300

4. If Amendment, Date Original

Filed(Month/Day/Year)

(Street)

6. Individual or Joint/Group Reporting

(check applicable line)

### MAYFIELD HEIGHTS, OHÂ 44124

\_X\_ Form Filed by One Reporting Person \_\_\_ Form Filed by More than One Reporting Person

(City)	(State)	(Zip) 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. Securit (A) or Dis (D) (Instr. 3, 4)	sposed	of	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)	
Class A Common Stock	09/19/2009	Â	J <u>(3)</u>	16,224	D	\$0	0	I	BTR 2009 GRAT/RAII	
Class A Common Stock	09/19/2009	Â	J <u>(3)</u>	16,224	A	\$0	28,073	I	BTR - MAIN TRUST RAII	
	11/25/2009	Â	G	240	A	\$0	563	I		

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Class A Common Stock									BTR Main Trust - Class A (4)
Class A Common Stock	11/25/2009	Â	G	4,110	D	\$ 0	23,963	I	BTR - MAIN TRUST RAII
Class A Common Stock	11/26/2009	Â	J <u>(3)</u>	7,042	D	\$ 0	22,958	I	BTR 2010 GRAT/RAII
Class A Common Stock	11/26/2009	Â	J <u>(3)</u>	7,042	A	\$ 0	31,005	I	BTR - MAIN TRUST RAII
Class A Common Stock	Â	Â	Â	Â	Â	Â	15,705	I	BTR - RAIV

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

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SEC 2270 (9-02)

8. Property Section (Institute)

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 Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day e	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class B Common Stock	Â	Â	Â	Â	Â	(6)	(6)	Class A Common Stock	113,198	
Class B Common Stock	\$ 0	Â	Â	Â	Â	(6)	(6)	Class A Common Stock	43,969	

## **Reporting Owners**

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners 2

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RANKIN BRUCE T

NACCO INDUSTRIES, INC.

5875 LANDERBROOK DRIVE, STE. 300

MAYFIELD HEIGHTS. OHÂ 44124

### **Signatures**

/s/ Suzanne S. Taylor, attorney-in-fact

02/11/2010

\*\*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 qualified annuity interest trust for the benefit of Bruce T. Rankin.
- (2) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P., which is held in a trust for the benefit of Bruce T. Rankin. Reporting Person's brother serves as the Trustee of the Trust.
- (3) Stock transferred from GRAT into Main Trust per terms of GRAT.
- (4) Held by Trust for the benefit of Reporting Person.
- (5) RA4-Represents the Reporting Person's proportionate limited partnership interest in shares of Rankin Assicates IV, L.P.
- (6) N/A
- (7) Represents the proportionate limited partnership interest in shares held by Rankin Associates I, L.P., which is held in a trust for the benefit of Bruce T. Rankin.

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#### **Remarks:**

"Remark on Insider Relationship" - As a member of a "group" deemed to own more than 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.

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