#### NACCO INDUSTRIES INC

Form 5

February 14, 2008

#### **OMB APPROVAL** FORM 5

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

Number: January 31, Expires: 2005

3235-0362

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

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 1.0

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported

Form 4 Transactions Reported

(Last)

30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person \* RANKIN BRUCE T

(First)

(Middle)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

**OMB** 

Issuer

NACCO INDUSTRIES INC [NC] 3. Statement for Issuer's Fiscal Year Ended

(Check all applicable)

Member of a group

(Month/Day/Year)

12/31/2007

Director 10% Owner Officer (give title \_\_X\_ Other (specify below) below)

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

> (Street) 4. If Amendment, Date Original

> > Filed(Month/Day/Year)

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

(City)	(State)	(Zip) Tabl	e I - Non-Deri	ivative 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	08/23/2007	08/23/2007	G	39	A	\$0	15,704	I	By RA4 (1)			
Class A Common Stock	09/19/2007	09/19/2007	J4 <u>(5)</u>	31,479	D	\$0	3,534	I	By Assoc II (3)			
Class A Common	09/19/2007	09/19/2007	J4 <u>(5)</u>	31,479	A	\$0	31,479	I	By Assoc II - GRAT			

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

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SEC 2270 (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 Amount of Underlying Securities (Instr. 3 and 4)		8 1 9 (
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class B Common Stock	\$ 0	08/23/2007	08/23/2007	G	109	Â	(2)	(2)	Class A Common Stock	109	
Class B Common Stock	\$ 0	Â	Â	Â	Â	Â	(2)	(2)	Class A Common Stock	113,198	

Relationships

## **Reporting Owners**

Reporting Owner Name / Address								
- G	Director	10% Owner	Officer	Other				
RANKIN BRUCE T								
NACCO INDUSTRIES, INC.	â	â	â	Member of a group				
5875 LANDERBROOK DRIVE, STE. 300	А	A	Α	Weinber of a group				
MAYFIELD HEIGHTS Â OHÂ 44124								

## **Signatures**

/s/Constantine E. Tsipis, attorney-in-fact for Bruce T. Rankin 02/14/2008

\*\*Signature of Reporting Person Date

Reporting Owners 2

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### **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 of Rankin Assicates IV, L.P.
- (2) N/A
- (3) 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.
- (4) 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.
- (5) Shares transferred from Reporting Person's Trust in a qualified annuity interest trust for the benefit of Bruce T. Rankin.
- (6) Represents the Reporting Person's 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 context. 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.