

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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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

**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) <sup>(1)</sup>                         |
| Class A Common Stock            | 09/19/2007                           | 09/19/2007   | J4 <sup>(5)</sup>              | 2,500 D \$ 0  | 3,083  | I  | By Trust CLTR <sup>(3)</sup>                          |
|                                 | 09/19/2007                           | 09/19/2007   | J4 <sup>(5)</sup>              | 2,500 A \$ 0  | 2,500  | I  |   |

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

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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and 5) |         | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Underlying<br>(Instr. 3 and<br>4) |
|---|---|---|---|---|---|---------|--|--------------------|---|
|   |   |   |   |   | (A)   | (D)     | Date<br>Exercisable  | Expiration<br>Date |   |
| Class B<br>Common<br>Stock                          | \$ 0 <sup>(2)</sup>   | 08/23/2007                              | 08/23/2007  | G                                       | Â   | 545     | Â <sup>(2)</sup>   | Â <sup>(2)</sup>   | Class A<br>Common<br>Stock                        |
| Class B<br>Common<br>Stock                          | \$ 0  | 09/19/2007                              | 09/19/2007  | J4 <sup>(5)</sup>                       | 7,000   | Â       | 03/24/2006   | 03/24/2006         | Class A<br>Common<br>Stock                        |
| Class B<br>Common<br>Stock                          | \$ 0 <sup>(2)</sup>   | 09/19/2007                              | 09/19/2007  | J4 <sup>(5)</sup>                       | Â   | 7,000   | Â <sup>(2)</sup>   | Â <sup>(2)</sup>   | Class A<br>Common<br>Stock                        |
| Class B<br>Common<br>Stock                          | Â   | 09/19/2007                              | 09/19/2007  | J4 <sup>(5)</sup>                       | 152,467   | Â       | Â <sup>(2)</sup>   | Â <sup>(2)</sup>   | Class A<br>Common<br>Stock                        |
| Class B<br>Common<br>Stock                          | \$ 0 <sup>(2)</sup>   | 09/19/2007                              | 09/19/2007  | J4 <sup>(5)</sup>                       | Â   | 152,467 | Â <sup>(2)</sup>   | Â <sup>(2)</sup>   | Class A<br>Common<br>Stock                        |

|                            |      |   |   |   |   |   |            |            |                            |
|----------------------------|------|---|---|---|---|---|------------|------------|----------------------------|
| Class B<br>Common<br>Stock | \$ 0 | Â | Â | Â | Â | Â | 03/24/2006 | 03/24/2006 | Class A<br>Common<br>Stock |
| Class B<br>Common<br>Stock | \$ 0 | Â | Â | Â | Â | Â | 03/24/2006 | 03/24/2006 | Class A<br>Common<br>Stock |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |                   |
|--|---------------|-----------|---------|-------------------|
|  | Director      | 10% Owner | Officer | Other             |
| RANKIN CLARA L T<br>NACCO INDUSTRIES, INC.<br>5875 LANDERBROOK DRIVE, STE. 300<br>MAYFIELD HEIGHTS,Â OHÂ 44124 | Â             | Â         | Â       | 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 intesest 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.

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### Remarks:

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

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