#### NACCO INDUSTRIES INC

Form 5

February 13, 2008

## FORM 5

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

Check this box if no longer subject to Section 16.
Form 4 or Form

Washington,
ANNUAL STATEMENT OF

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

Form 4

5 obligations

may continue.

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 MATTHEW M 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 12/31/2007 below) below) NACCO INDUSTRIES, Member of a group 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)

**OMB** 

Number:

Expires:

response...

Estimated average

burden hours per

3235-0362

January 31,

2005

1.0

### MAYFIELD HEIGHTS, OHÂ 44124

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

(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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or Amount (D) Price		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	02/23/2007	02/23/2007	G	82	A	\$0	10,246	I	By Trust (1)	
Class A Common Stock (3)	02/23/2007	02/23/2007	G	128	A	\$ 0	4,362	I	By Assoc II (2)	
	02/26/2007	02/26/2007	G	82	A	\$0	159	I	By Spouse (4)	

Class A Common Stock									
Class A Common Stock	02/27/2007	02/27/2007	G	82	A	\$0	82	I	By Custodian/Child/Trust (5)
Class A Common Stock (3)	08/23/2007	08/23/2007	G	148	A	\$0	4,510	I	By Assoc II (2)
Class A Common Stock (3)	08/23/2007	08/23/2007	G	148	A	\$0	1,196	I	By Assoc II/Spouse (6)
Class A Common Stock	08/23/2007	08/23/2007	G	148	A	\$0	230	I	By Custodian/Child/Trust (5)
Class A Common Stock (3)	Â	Â	Â	Â	Â	Â	500	D	Â
Class A Common Stock	Â	Â	Â	Â	Â	Â	0	I	As Custodian for Child/Assoc II (7)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 2270 (9-02)

> of D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration Da	ate	Amou	int of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
	·				(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration	PD1 - 1	or	
						Exercisable Da		Title		
					/ L. (Tax)				of	
					(A) (D)				Shares	

## **Reporting Owners**

**Reporting Owner Name / Address** 

Relationships

Reporting Owners 2

### Edgar Filing: NACCO INDUSTRIES INC - Form 5

Director 10% Owner Officer Other

RANKIN MATTHEW M NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, STE. 300 MAYFIELD HEIGHTS, OHÂ 44124

 $\hat{A}$   $\hat{A}$   $\hat{A}$  Member of a group

### **Signatures**

/s/Constantine E. Tsipis, attorney-in-fact for Mr. Rankin

02/13/2008

\*\*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) Held through a trust of which the Reporting Person is co-trustee with his father.
- (2) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.
- As a member of a "group" deemed to own more than 10% of an equity security as a result of being a party to a Stockholders'

  (3) Agreement, dated as of March 15, 1990, beneficially owned by each of the signatories to such agreement (the "Agreement"), the Reporting Person disclaims beneficial ownership of any such shares of Stock owned by any other signatory to the Agreement.
- (4) Held by Spouse. Reporting Person disclaims beneficially ownership of all such shares.
- (5) Held by Reporting Person as custodian for minor child. Reporting Person disclaims beneficial ownership of all such shares.
- 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.
- Held by Reporting Person as custodian for minor child. Shares represent the minor child's proportionate limited interests in shares held by Rankin Associates II, L.P. Reporting Person disclaims beneficial ownership of all such shares.

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.

Signatures 3