**RANKIN CORBIN** 

Form 5

February 11, 2010

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

30(h) of the Investment Company Act of 1940

Reported Form 4

1(b).

Transactions Reported

1. Name and Address of Report RANKIN CORBIN	ing Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle)		NACCO INDUSTRIES INC [NC] 3. Statement for Issuer's Fiscal Year Ended	(Check all applicable)			
NACCO INDUSTRIES, INC., 5875 LANDERBI DRIVE, STE. 300	ROOK	(Month/Day/Year) 12/31/2009	Director 10% Owner Officer (give titleX Other (specif below) below)  Member of a group			
(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Reporting			

#### **MAYFIELD** HEIGHTS, OHÂ 44124

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

(check applicable line)

(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. Securi Acquirec Disposec (Instr. 3,	d (A) of d of (E) 4 and (A) or	))	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	05/04/2009	Â	G(2)	200	A	\$0	8,269	I	By Trust (Son1) (1)		
Class A Common Stock	11/25/2009	Â	G	316	A	\$ 0	5,918	I	By Assoc II/Son 1 (3)		
Class A Common	11/25/2009	Â	G	411	A	\$0	6,329	I	By Assoc II/Son 1 (3)		

3235-0362

January 31,

2005

1.0

Number:

Expires:

response...

Estimated average

burden hours per

Stock									
Class A Common Stock	11/25/2009	Â	G	2,212	D	\$ 0	38,930	I	By Assoc II/Spouse (4)
Class A Common Stock	11/25/2009	Â	G	240	A	\$ 0	3,622	D	Â
Class A Common Stock	11/25/2009	Â	G	240	A	\$ 0	52,861	I	By Spouse/Trust (5)
Class A Common Stock	11/25/2009	Â	G	240	A	\$ 0	8,509	I	By Trust (Son1) (1)
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,843	I	By Assoc II
Class A Common Stock	Â	Â	Â	Â	Â	Â	6	I	By Spouse (GP) (7)
Class A Common Stock	Â	Â	Â	Â	Â	Â	22,385	I	By Spouse (RA4) (8)
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,975	I	By Spouse/RMI (Del) (9)

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

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.

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)	S		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Prio Deriv Secur (Instr.
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
	\$ 0 (10)	Â	Â	Â	Â	(10)	(10)		55,312	Â

SEC 2270

(9-02)

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Class B Common Stock									Class A Common Stock		
Class B Common Stock	\$ 0 (10)	Â	Â	Â	Â	Â	(10)	(10)	Class A Common Stock	19	1
Class B Common Stock	\$ 0 (10)	Â	Â	Â	Â	Â	(10)	(10)	Class A Common Stock	62,670	1
Class B Common Stock	\$ 0 (10)	Â	Â	Â	Â	Â	(10)	(10)	Class A Common Stock	92,873	<u></u>

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

RANKIN CORBIN

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

Â Â Member of a group

## **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) Held by Trust, Reporting Person's spouse is Trustee for the benefit of Reporting Person's son. Reporting Person disclaims beneficial ownership of all such shares.
- (2) Shares of Class A Common Stock distributed from the Clara T Rankin 20 Year Unitrust per the terms of the trust agreement.
- Represents the Reporting Person's son's proportionate limited partnership interest in shares held by Rankin Associates II, L.P. which is held in a trust for the benefit of the son. Reporting Person's spouse is the co-trustee of the Trust. Reporting Person disclaims beneficial ownership of all such shares.
- (4) 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.
- (5) Reporting Person's spouse serves as Trustee of a Trust for the benefit of Thomas T. Rankin. Reporting Person disclaims benefici al ownership of all such shares.
- (6) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.-----
- GP. Represents Reporting Person's spouse's proportionate limited partnership interest in shares of Rankin Associates IV, L.P. held by the
- (7) Trust for the benefit of Reporting Person's spouse, as general partner. Reporting Person disclaims beneficially ownership of all such shares.
- (8) RAIV. Represents Reporting Person's spouse's proportionate limited partnership interest in shares held by Rankin Associates IV, L.P. Reporting Person disclaims beneficially ownership of all such shares.

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- (9) Represents the Reporting Person's spouse's proportionate interest in shares held by Rankin Management, Inc. ("RMI"). Reporting Person disclaims beneficial ownership of all such shares.
- (10) N/A
- (11) Represents the Reporting Person's spouse's proportionate limited partnership interest in shares held by Rankin Associates I, 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.