

RANKIN ALFRED M ET AL  
 Form 4  
 February 28, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**RANKIN ALFRED M ET AL**  
  
 (Last) (First) (Middle)  
**NACCO INDUSTRIES, INC., 5875  
 LANDERBROOK DRIVE, STE.  
 300**  
  
 (Street)  
**MAYFIELD HEIGHTS, OH 44124**  
  
 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**NACCO INDUSTRIES INC [NC]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**02/24/2005**

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)  
**Dir CEO Group Member / Dir CEO Group Member**  
  
 6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Following Reported Transaction(s) (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)	Amount		
Class A Common Stock					32,800	I	By Trust 3 (Grandchildren) <u>(12)</u>
Class A Common Stock					37,917	I	By Trust/Daughter <u>2</u> <u>(13)</u>
Class A Common Stock					37,917	I	By Trust/Daughter <u>1</u> <u>(13)</u>
					2,000	I	

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Class A Common Stock			By Trust 4 (Charities) <u>(14)</u>
Class A Common Stock	26,608	I	By Trust 2 (SR) <u>(15)</u>
Class A Common Stock	30,000	I	By Trust (Unitrust) <u>(16)</u>
Class A Common Stock	48,803	I	By Assoc II <u>(17)</u>
Class A Common Stock	14,000	I	By IRA <u>(18)</u>
Class A Common Stock	5,294	I	By Assoc II/Daughter 2 <u>(19)</u>
Class A Common Stock	1,975	I	By RMI (Delaware) <u>(20)</u>
Class A Common Stock	106,615	I	By Trust (AMR) <u>(10)</u>
Class A Common Stock	66,017	I	By Trust (Assoc II-BTR) <u>(21)</u>
Class A Common Stock	20,284	I	By Spouse/Trust <u>(22)</u>
Class A Common Stock	5,294	I	By Assoc II/Daughter 1 <u>(19)</u>
Class A Common Stock	2,504	I	By Trust (Self-Declaration) <u>(23)</u>
Class A Common Stock	14,000	I	By Trust (CLTR) <u>(24)</u>
Class A Common Stock	0	I	By Trust (Assoc II-CLTR) <u>(25)</u>
Class A Common Stock	2,116	I	By Assoc II/Spouse <u>(26)</u>

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Stock										
Class A Common Stock	02/24/2005	02/24/2005	J <sup>(3)</sup>	213,968	D	\$ 0	86,625	I	By RA4 (CLT) <sup>(2)</sup>	
Class A Common Stock	02/24/2005	02/24/2005	J <sup>(3)</sup>	42,288	D	\$ 0	17,119	I	By RA4 (BTR) <sup>(5)</sup>	
Class A Common Stock	02/24/2005	02/24/2005	J <sup>(3)</sup>	7,100	D	\$ 0	2,875	I	By RA4 <sup>(6)</sup>	
Class A Common Stock	02/24/2005	02/24/2005	J <sup>(3)</sup>	18	D	\$ 0	7	I	By GP <sup>(7)</sup>	

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

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SEC 1474  
(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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Class B Common Stock	<u>(1)</u>					<u>(1)</u>	<u>(1)</u>	Class A Common Stock	113,198
Class B Common Stock	\$ 0 <u>(1)</u>					<u>(1)</u>	<u>(1)</u>	Class A Common Stock	126,507
Class B Common Stock	<u>(1)</u>					<u>(1)</u>	<u>(1)</u>	Class A Common Stock	46,052
Class B Common Stock	\$ 0 <u>(1)</u>					<u>(1)</u>	<u>(1)</u>	Class A Common Stock	106,923



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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. Reporting Person serves as the Trustee of the Trust. Reporting Person disclaims beneficial ownership of all such shares.

- (9) Represents the Reporting Person's proportionate limited partnership interest in shares held by Rankin Associates I, L.P.
- (10) Reporting Person serves as Trustee of a Trust for the benefit of the Alfred M. Rankin, Jr.

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 Clara T. Rankin. Reporting Person serves as the Trustee of the Trust. Reporting Person disclaims beneficial ownership of all such shares.
- (11)
- (12) Reporting Person serves as Trustee of Trusts for the benefit of each of grantor's grandchildren. Each trust owns 4,800 shares. Reporting Person disclaims beneficial ownership of all such shares.
- (13) Reporting Person serves as Trustee for a Trust held for the Benefit of Reporting Person's daughter. Reporting Person disclaims beneficial ownership of all such shares.
- (14) Reporting Person serves as Trustee of Irrevocable Trust u/a/d 9/22/88, for the Benefit of Charities for a term of 20 years and then to grantor's grandchildren. Reporting Person disclaims beneficial ownership of all such shares.-----
- (15) Reporting Person serves as Trustee of Trusts for the benefit of the Estate of Alfred M. Rankin. Reporting Person disclaims beneficial ownership of all such shares.
- (16) Reporting Person serves as Trustee of the Clara T. Rankin Remainder Unitrust#2 u/a/d 1/5/77. Reporting Person disclaims beneficial ownership of all such shares.
- (17) Represents the Reporting Person's proportionate limited partnership interest in shares held by Rankin Associates II, L.P.
- (18) Held in an Individual Retirement Account for the benefit of the Reporting Person.

Represents the Reporting Person's daughter's proportionate limited partnership interest in shares held by Rankin Associate II, L.P., which is held in a trust for the benefit of the daughter. Reporting Person is the co-trustee of the Trust. Reporting Person disclaims beneficial ownership of all such shares.
- (19)
- (20) Represents the Reporting Person's proportionate limited partnership interest in shares of Rankin Associates II, L.P. held by Rankin Management, Inc. ("RMI"), as general partner.

Represents the proportionate limited partnership interest in shares held by Rankin Associates II, L.P., which is held in a trust for the benefit of Bruce T. Rankin. Reporting Person serves as the Trustee of the Trust. Reporting Person disclaims beneficial ownership of all such shares.
- (21)
- (22) Reporting Person's spouse serves as Trustee of a Trust for the benefit of Victoire G. Rankin. Reporting Person disclaims beneficial ownership of all such shares.
- (23) Reporting Person serves as the Trustee of the Alfred M. Rankin, Jr., Self-Declaration Irrevocable Trust.
- (24) Reporting Person serves as Trustee of a Trust for the benefit of the Clara L.T. Rankin. Reporting Person disclaims beneficial ownership of all such shares.

Represents the proportionate limited partnership interest in shares held by Rankin Associates II, L.P., which is held in a trust for the benefit of Clara L. T. Rankin. Reporting Person serves as the Trustee of the Trust. Reporting Person disclaims beneficial ownership of all such shares.
- (25)
- (26) 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.

### Remarks:

"Remark on Insider Relationship" - As a member of a "group" deemed to own more than 10% of an equity security as a result

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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