### SEELBACH SCOTT W

Form 5

February 14, 2011

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

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

## ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

2005 Estimated average burden hours per response... 1.0

Number:

Expires:

3235-0362

January 31,

See Instruction 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 30(h) of the Investment Company Act of 1940

Form 4

Transactions Reported

1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer SEELBACH SCOTT W 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 12/31/2010 below) below) NACCO INDUSTRIES, Member of a group INC., Â 5875 LANDERBROOK DRIVE, STE. 300 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting

Filed(Month/Day/Year)

(check applicable line)

## **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. Securi Acquired Disposed (Instr. 3,	d (A) of (D) 4 and (A) or	<b>)</b> )	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	07/02/2010	Â	G	252	A	\$0	6,802	I	By Assoc II/Spouse (1)	
Class A Common Stock	07/02/2010	Â	G	252	A	\$0	7,054	I	By Assoc II/Spouse (1)	
	11/26/2010	Â	G	1,825	A	\$0	8,879	I		

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Class A Common Stock									By Assoc II/Spouse (1)
Class A Common Stock	Â	Â	Â	Â	Â	Â	14,056	I	By Spouse/Trust (2)
Class A Common Stock	Â	Â	Â	Â	Â	Â	537	I	By AssocII/Child 2 (3)
Class A Common Stock	Â	Â	Â	Â	Â	Â	563	I	By Trust/Child 2 (4)
Class A Common Stock	Â	Â	Â	Â	Â	Â	722	D	Â
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,321	I	By Assoc II (5)
Class A Common Stock	Â	Â	Â	Â	Â	Â	337	I	By AssocII/Child 1 (3)
Class A Common Stock	Â	Â	Â	Â	Â	Â	722	I	By Trust/Child 1 (4)

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)

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	cisable and	7. Tit	le and	8. Price of	9.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	ınt of	Derivative	of
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Unde	rlying	Security	D
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	rivative		Secur	rities	(Instr. 5)	Se
	Derivative				Securities			(Instr	. 3 and 4)		В
	Security				Acquired						О
	·				(A) or						Eı
					Disposed						Is
					of (D)						Fi
					(Instr. 3,						(I
					4, and 5)						
									A 4		
									Amount		
						Date	Expiration	T:41-	or Namel		
						Exercisable	Date	Title	Number		
					(A) (D)				of Charas		
					(A) (D)				Shares		

# **Reporting Owners**

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

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

Â

Member of a group

# **Signatures**

/s/Suzanne S. Taylor, attorney-in-fact

02/14/2011

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\*\*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) 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.
- (2) Held by a Trust, together with National City Bank, Chloe R. Seelbach, Trustees for the trust dated 4/10/09. Reporting Person disclaims beneficial ownership of all such shares.
- (3) Represents the Reporting Person's child's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.
- (4) Represents Reporting Person's child's trust. Reporting Person disclaims all beneficial ownership of such shares.
- (5) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.-----

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### **Remarks:**

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

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.

Reporting Owners 3