

RANKIN VICTOIRE G  
 Form 5  
 February 14, 2011

**FORM 5**

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

OMB APPROVAL

OMB Number: 3235-0362  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 1.0

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 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 VICTOIRE G**

(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)  
**12/31/2010**

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**

(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 (A) or Price (D)	6. 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	11/26/2010	Â	G	4,704 D	\$ 0 18,254	I	BTR-2010GRAT-RAII	
Class A Common Stock	11/26/2010	Â	G	4,704 A	\$ 0 33,189	I	BTR - RAI	
	11/26/2010	Â	G	18,254 D	\$ 0 0	I	BTR-2010GRAT-RAII	

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Class A Common Stock										
Class A Common Stock	Â	Â	Â	Â	Â	Â	30,000	I	AMR - (Unitrust) <sup>(3)</sup>	
Class A Common Stock	Â	Â	Â	Â	Â	Â	14,160	I	AMR - IRA <sup>(4)</sup>	
Class A Common Stock	Â	Â	Â	Â	Â	Â	152,129	I	AMR - Main Trust - A <sup>(5)</sup>	
Class A Common Stock	Â	Â	Â	Â	Â	Â	5,345	I	AMR - RAII	
Class A Common Stock	Â	Â	Â	Â	Â	Â	22,385	I	AMR - RAIV <sup>(6)</sup>	
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,975	I	AMR - RMI (Delaware) <sup>(7)</sup>	
Class A Common Stock	Â	Â	Â	Â	Â	Â	23,200	I	AMR - Trust3 (GC) <sup>(8)</sup>	
Class A Common Stock	Â	Â	Â	Â	Â	Â	6	I	AMR-RAIV-GP	
Class A Common Stock	Â	Â	Â	Â	Â	Â	15,705	I	BTR - RAIV <sup>(9)</sup>	
Class A Common Stock	Â	Â	Â	Â	Â	Â	0	I	BTR 2009 GRAT - RAII	
Class A Common Stock	Â	Â	Â	Â	Â	Â	621	I	BTR-Class A Trust	
Class A Common Stock	Â	Â	Â	Â	Â	Â	27,008	I	By Spouse/Trust 2 (Sr.) <sup>(10)</sup>	
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,116	I	VGR - RAII <sup>(11)</sup>	
Class A Common	Â	Â	Â	Â	Â	Â	21,006	I	VGR - Trust <sup>(12)</sup>	

Stock

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

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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 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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Security (Instr. 3 and 4)	Amount of Shares
					(A)	(D)	Date Exercisable	Expiration Date		
Class B Common Stock	Â	11/26/2010	Â	G	Â	15,629	Â (1)	Â (1)	Class A Common Stock	15,629
Class B Common Stock	\$ 0 (1)	11/26/2010	Â	G	15,629	Â	Â (1)	Â (1)	Class A Common Stock	15,629
Class B Common Stock	Â	11/26/2010	Â	G	Â	60,984	Â (1)	Â (1)	Class A Common Stock	60,984
Class B Common Stock	\$ 0 (1)	Â	Â	Â	Â	Â	Â (1)	Â (1)	Class A Common Stock	62,629
Class B Common Stock	Â	Â	Â	Â	Â	Â	Â (1)	Â (1)	Class A Common Stock	63,000
Class B Common Stock	Â	Â	Â	Â	Â	Â	Â (1)	Â (1)	Class A Common Stock	19,000
Class B Common Stock	\$ 0 (1)	Â	Â	Â	Â	Â	Â (1)	Â (1)	Class A Common Stock	43,900
Class B Common Stock	\$ 0 (1)	Â	Â	Â	Â	Â	Â (1)	Â (1)	Class A Common Stock	113,000

## Reporting Owners

Reporting Owner Name / Address

Relationships



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