| RANKIN JAMES Form 5 February 07, 2012 | | | | | | | | | | | | |
|--|------------------------------|--|---|---|--|---|--|---|--------------------|--|--|--|
| FORM 5 | | | | | | | | | OMB A | PPROVAL | | |
| | UNITED | STATES SI | ECURITIES A | | | NGE | COMMISS | ION ON Nur | B nber: | 3235-0362 | | |
| Check this box it no longer subjec | | | Washington, | D.C. 205 | 549 | | | Exp | oires: | January 31, 2005 | | |
| to Section 16. Form 4 or Form 5 obligations ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES DWNERSHIP OF SECURITIES | | | | | | | | | average Irs per | | | |
| 1. Name and Addres RANKIN JAME | | Sy | Issuer Name and T mbol ACCO INDUST | | c | | 5. Relationsh Issuer | | - | | | |
| (Last) | (First) | (Middle) 3. (M | | | | | | (Check all applicable) Director 10% Owner Officer (give titleX Other (specify | | | | |
| NACCO INDUS INC., 5875 LA DRIVE | | | 45112011 | | | | below) | | elow) | | | |
| (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | | 6. Individual or Joint/Group Reporting (check applicable line) | | | | | | |
| MAYFIELD HEIGHTS, OH | IÂ 44124 | | | | | | _X_ Form File Form File Person | ed by One Re d by More th | | | | |
| (City) (| (State) | (Zip) | Table I - Non-D | erivative S | ecuri | ties Ac | quired, Dispos | ed of, or B | eneficia | lly Owned | | |
| | nsaction Date h/Day/Year) | 2A. Deemed Execution Date any (Month/Day/Yo | Code | 4. Securi Acquired Disposed (Instr. 3, Amount | (A) control (A) co |)) | 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) | Bene (Insti | ture of Indirect ficial Ownership . 4) | | |
| Class A Common 05/02 Stock | 2/2011 | Â | G | 192 | A | \$ 0 | 9,042 | Ι | By I | RAII (1) | | |
| Class A Common 05/02 Stock | 2/2011 | Â | G | 192 | А | \$ 0 | 9,042 | I | By I | RAII <u>(1)</u> | | |

Â

05/02/2011

Stock

G

192 A \$0 192

Ι

| Class A Common Stock | | | | | | | | | As Custodian/Child1 |
|----------------------------|---|---|---|---|---|---|--------|---|------------------------|
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 15,683 | I | Trust (2) |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 862 | I | By Spouse/RAII (3) |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 563 | I | By Spouse (4) |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 645 | I | Trust/Child1 (5) |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 1,010 | I | Trust/RAII/Child1 |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 563 | I | Tust/Child2 (5) |
| Class A Common Stock | Â | Â | Â | Â | Â | Â | 862 | I | Trust/Child2/RAII |

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

Persons who respond to the collection of informationSEC 2270contained in this form are not required to respond unless(9-02)the form displays a currently valid OMB control number.(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) | | ate | Secur | int of rlying | 8. Price of Derivative Security (Instr. 5) | 9. of D Sø Eı Is Fi (I: |
|---|---|---|---|---|---|---------------------|--------------------|-------|--|---|--|
| | | | | | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--|---------------|-----------|---------|-------------------|--|--|--|--|
| r o | Director | 10% Owner | Officer | Other | | | | |
| RANKIN JAMES T NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE MAYFIELD HEIGHTS, OH 44124 | Â | Â | Â | Member of a group | | | | |
| Signatures | | | | | | | | |
| /s/Suzanne S. Taylor, attorney-in-fact | 02/07/2 | 012 | | | | | | |
| **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 proportionate limited partnership interests in shares held by Rankin Associates II, L.P.-----
- (2) Held by Trust for the benefit of Reporting Person.
- (3) Represents the Reporting Person's Spouse's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.
- (4) By Spouse. Reporting Person disclaims beneficial ownership of all such shares.
- (5) Held through a trust for Reporting Person's minor niece/nephew. Reporting Person is co-trustee with his brother, Matthew M. Rankin of the trust. Reporting Person disclaims beneficial ownership of all such shares.

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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.