

NACCO INDUSTRIES INC
Form 5
February 14, 2005

FORM 5

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

OMB APPROVAL

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

(Last) (First) (Middle)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2004

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

NACCO INDUSTRIES, INC., 5875 LANDERBROOK DRIVE, STE. 300

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

MAYFIELD HEIGHTS, OH 44124

(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 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)
				(A) Amount	or (D)	Price			
Class A Common Stock	10/25/2004	10/25/2004	G	48,438	A	\$ 0	52,208	I	By Trust (Daughter 1) ⁽⁷⁾
Class A Common Stock	10/25/2004	10/25/2004	G	48,438	A	\$ 0	52,208	I	By Trust ⁽⁸⁾

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Class A Common Stock									By Assoc II/Spouse ⁽³⁾
Class A Common Stock	12/28/2004	12/28/2004	G	160	A	\$ 0	52,368	I	By Assoc II/Spouse ⁽³⁾
Class A Common Stock	12/28/2004	12/28/2004	G	639	D	\$ 0	51,729	I	By Assoc II/Spouse ⁽³⁾
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,128	I	By Trust (Daughter 2) ⁽⁷⁾
Class A Common Stock	Â	Â	Â	Â	Â	Â	75,210	I	By Spouse/Trust ⁽⁶⁾
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,000	I	By Spouse/RMI (Delaware) ⁽⁹⁾
Class A Common Stock	12/28/2004	12/28/2004	G	160	A	\$ 0	1,939	I	By Assoc II ⁽⁴⁾
Class A Common Stock	12/28/2004	12/28/2004	G	639	A	\$ 0	9,202	I	By Assoc II/Daughter 1 ⁽⁵⁾
Class A Common Stock	12/28/2004	12/28/2004	G	639	A	\$ 0	11,090	I	By Assoc II/Daughter 2 ⁽⁵⁾

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

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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)		
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares	
Class B Common	Â	Â	Â	Â	Â (A) (D)	Â ⁽¹⁾ Â ⁽¹⁾	Class A Common	118,125	

Stock								Stock	
Class B								Class A	
Common	10/25/2004	10/25/2004	G	18,581	(1)	(1)	(1)	Common	18,581
Stock								Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RANKIN ALISON A NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, STE. 300 MAYFIELD HEIGHTS, OH 44124				Member of a group

Signatures

/s/Constantine E. Tsipis, attorney-in-fact for Alison A. Rankin

02/14/2005

____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) N/A
- (2) Represents the Reporting Person's spouse proportionate limited partnership interest in shares held by Rankin Associates I, L.P. Reporting Person disclaims beneficial ownership of all such shares.
- (3) 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.
- (4) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.-----
- (5) Represents the Reporting Person's daughter'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 daughter. Reporting Person is the co-trustee of the Trust. Reporting Person disclaims beneficial ownership of all such shares.
- (6) Reporting Person's spouse serves as Trustee of a Trust for the benefit of Roger F. Rankin. Reporting Person disclaims beneficial ownership of all such shares.
- (7) Held by Trust, Reporting Person is Trustee for the benefit of Reporting Person's daughter. Reporting Person disclaims beneficial ownership of all such shares.
- (8) Reporting Person serves as Trustee of a Trust for the benefit of Alison Rankin.
- (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.

Remarks:

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

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