

NACCO INDUSTRIES INC
 Form 5
 February 13, 2014

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 JAMES T
 (Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

NACCO INDUSTRIES, INC., 5875 LANDERBROOK DRIVE, STE. 220
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2013

____ Director _____ 10% Owner
 ____ Officer (give title below) Other (specify below)
 Member of a group

MAYFIELD HEIGHTS, OH 44124
 (City) (State) (Zip)

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

6. Individual or Joint/Group Reporting
 (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)	(A) or (D)	Price	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	12/30/2013	^	G	41	A	\$ 0 (1)	15,768	I	Trust (2)
Class A Common Stock	12/23/2013	^	G	44	A	\$ 0 (1)	15,768	I	Trust (2)
	^	^	^	^	^	^	9,420	I	By RAI (3)

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Class A Common Stock										
Class A Common Stock	Â	Â	Â	Â	Â	Â	862	I	By Spouse/RAII <u>(4)</u>	
Class A Common Stock	Â	Â	Â	Â	Â	Â	563	I	By Spouse <u>(5)</u>	
Class A Common Stock	Â	Â	Â	Â	Â	Â	192	I	As Custodian/Child1	
Class A Common Stock	Â	Â	Â	Â	Â	Â	645	I	Trust/Child1 <u>(6)</u>	
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,010	I	Trust/RAII/Child1 <u>(6)</u>	
Class A Common Stock	Â	Â	Â	Â	Â	Â	563	I	Tust/Child2 <u>(6)</u>	
Class A Common Stock	Â	Â	Â	Â	Â	Â	862	I	Trust/Child2/RAII <u>(6)</u>	

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

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(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. Price of Derivative Security (Instr. 5)	9. of D Se B O E I F I
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						(A)	(D)		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RANKIN JAMES T NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, STE. 220 MAYFIELD HEIGHTS, OH 44124	^	^	^	Member of a group

Signatures

/s/ John D. Neumann,
attorney-in-fact
Date: 01/07/2014

**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) Held by Trust for the benefit of Reporting Person.
- (3) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.-----
- (4) Represents the Reporting Person's Spouse's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.
- (5) By Spouse. Reporting Person disclaims beneficial ownership of all such shares.
- (6) 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.

^

Remarks:

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

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