

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 THOMAS T**  
 (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)  
**12/31/2013**

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. 220**  
 (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)	(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 Ownership (Instr. 4)
Class A Common Stock <sup>(1)</sup>	12/20/2013	Â	G	7	A	\$ 0 <sup>(2)</sup>	7	D	Â
Class A Common Stock	12/19/2013	Â	G	41	D	\$ 0 <sup>(2)</sup>	8,488	I	By Trust (Son1) <sup>(3)</sup>
	12/30/2013	Â	G	41	A		8,488	I	

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Class A Common Stock						\$ 0 (2)				By Trust (Son1) (3)
Class A Common Stock	12/23/2013	Â	G	46	A	\$ 0 (2)	53,085	I		By Trust (4)
Class A Common Stock	02/11/2013	Â	G(3)	65	D	\$ 0	8,488	I		By Trust (Son1) (3)
Class A Common Stock	12/23/2013	Â	G	44	A	\$ 0 (2)	8,488	I		By Trust (Son1) (3)
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,843	I		By Assoc II/Spouse (5)
Class A Common Stock	Â	Â	Â	Â	Â	Â	3,622	I		By Spouse (6)
Class A Common Stock	Â	Â	Â	Â	Â	Â	500	I		By Son (7)
Class A Common Stock	Â	Â	Â	Â	Â	Â	9,420	I		By AssocII/Son1 (8)
Class A Common Stock	Â	Â	Â	Â	Â	Â	6	I		By GP (9)
Class A Common Stock	Â	Â	Â	Â	Â	Â	36,839	I		By Assoc II (10)
Class A Common Stock	Â	Â	Â	Â	Â	Â	22,385	I		By RA4 (11)
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,975	I		By RMI (Delaware) (12)

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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Price
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)	Security (Instr. 3)	Amount or Number of Shares
				(A) (D)	Date Exercisable	Expiration Date	Title	
Class B Common Stock	Â	Â	Â	Â	Â	Â	Class A Common Stock	5,143
Class B Common Stock	Â	Â	Â	Â	Â	Â	Class A Common Stock	5,143
Class B Common Stock	Â	Â	Â	Â	Â	Â	Class A Common Stock	5,143
Class B Common Stock	\$ 0 <sup>(2)</sup>	Â	Â	Â	Â	Â	Class A Common Stock	35,312
Class B Common Stock	\$ 0 <sup>(2)</sup>	Â	Â	Â	Â	Â	Class A Common Stock	19
Class B Common	\$ 0 <sup>(2)</sup>	Â	Â	Â	Â	Â	Class A Common	62,670



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(13) Represents the Reporting Person's proportionate limited partnership interest in shares held by Rankin Associates I, L.P.----- -

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**Remarks:**

"RemarkÂ onÂ InsiderÂ Relationship"Â -Â AsÂ aÂ memberÂ ofÂ aÂ "group"Â deemedÂ toÂ ownÂ moreÂ thanÂ 10%Â o

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure.

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