

NACCO INDUSTRIES INC  
Form 4  
November 13, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
RANKIN CLARA L T

(Last) (First) (Middle)

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

(Street)

MAYFIELD HEIGHTS, OH 44124

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/10/2008

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 Filing(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)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				(A) or (D)	Price				
				Code	V	Amount			
Class A Common Stock	11/10/2008	11/10/2008	J <sup>(4)</sup>	24,997	D	\$ 0 (2)	29,462	I	CTR 2009B GRAT - RAIV <sup>(3)</sup>
Class A Common Stock	11/10/2008	11/10/2008	J <sup>(4)</sup>	24,997	A	\$ 0 (2)	9,047	I	CTR Main Trust <sup>(1)</sup>
Class A Common Stock							78,759	I	CTR - RAIV <sup>(5)</sup>

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Class A Common Stock	0	I	CTR 2008A GRAT <sup>(6)</sup>
Class A Common Stock	24,997	I	CTR 2008B GRAT - RAIV <sup>(3)</sup>
Class A Common Stock	1,214	I	CTR 2009A GRAT <sup>(6)</sup>

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

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SEC 1474  
(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)		
					Code	V	(A)		(D)	Date Exercisable	Expiration Date
Class B Common Stock	\$ 0 <sup>(2)</sup>	11/10/2008	11/10/2008	J <sup>(4)</sup>		69,984		<sup>(2)</sup>	<sup>(2)</sup>	Class A Common Stock	69,984 <sup>(2)</sup>
Class B Common Stock	<sup>(2)</sup>	11/10/2008	11/10/2008	J <sup>(4)</sup>		69,984		<sup>(2)</sup>	<sup>(2)</sup>	Class A Common Stock	69,984 <sup>(2)</sup>
Class B Common Stock	\$ 0							<sup>(2)</sup>	<sup>(2)</sup>	Class A Common Stock	106,924
Class B Common Stock	\$ 0 <sup>(2)</sup>							<sup>(2)</sup>	<sup>(2)</sup>	Class A Common Stock	220,497
Class B Common Stock	\$ 0 <sup>(2)</sup>							<sup>(2)</sup>	<sup>(2)</sup>	Class A Common Stock	0

