

WILLIAMS CLARA R  
Form 5  
February 11, 2010

**FORM 5**

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

OMB APPROVAL

OMB Number: 3235-0362  
Expires: January 31, 2005  
Estimated average burden hours per response... 1.0

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 \*  
WILLIAMS CLARA R

(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. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2009

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 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) | 5. Amount or Price | 6. 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            | 11/25/2009                           | Â  | G                              | 240   | A          | \$ 0               | 39,162   | I  | By Trust <sup>(1)</sup>                               |
| Class A Common Stock            | 11/25/2009                           | Â  | G                              | 240   | A          | \$ 0               | 2,097  | I  | By Spouse <sup>(2)</sup>                              |
|                                 | 11/25/2009                           | Â  | G                              | 240   | A          | \$ 0               | 722  | I  |   |

Edgar Filing: WILLIAMS CLARA R - Form 5

|                            |            |   |   |     |   |      |       |   |  |
|----------------------------|------------|---|---|-----|---|------|-------|---|--|
| Class A<br>Common<br>Stock |            |   |   |     |   |      |       |   | By Custodian for<br>Minor Child 2 <sup>(3)</sup> |
| Class A<br>Common<br>Stock | 11/25/2009 | Â | G | 240 | A | \$ 0 | 2,097 | I | By Custodian for<br>Minor Child <sup>(3)</sup>   |
| Class A<br>Common<br>Stock | 11/25/2009 | Â | G | 821 | A | \$ 0 | 8,498 | I | By Assoc II <sup>(4)</sup>                       |
| Class A<br>Common<br>Stock | 11/25/2009 | Â | G | 821 | A | \$ 0 | 5,648 | I | By<br>AssocII/Spouse <sup>(5)</sup>              |
| Class A<br>Common<br>Stock | 11/25/2009 | Â | G | 821 | A | \$ 0 | 7,912 | I | By<br>AssocII/Daughter<br>2 <sup>(6)</sup>       |
| Class A<br>Common<br>Stock | 11/25/2009 | Â | G | 821 | A | \$ 0 | 6,537 | I | By Assoc<br>II/Daughter <sup>(6)</sup>           |
| Class A<br>Common<br>Stock | 11/25/2009 | Â | G | 411 | A | \$ 0 | 8,909 | I | By Assoc II <sup>(4)</sup>                       |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 2270  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. of<br>D<br>S<br>B<br>O<br>E<br>I<br>F<br>(I |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
|   |  |   |   |                                      |  | Date<br>Exercisable  | Expiration<br>Date  | Title   | Amount<br>or<br>Number<br>of<br>Shares         |
|   |  |   |   |                                      | (A) (D)  |  |   |   |  |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Edgar Filing: WILLIAMS CLARA R - Form 5

Director 10% Owner Officer Other

WILLIAMS CLARA R  
NACCO INDUSTRIES, INC.  
5875 LANDERBROOK DRIVE, STE. 300  
MAYFIELD HEIGHTS, OH 44124

Member of a group

Signatures

/s/ Suzanne S. Taylor,  
attorney-in-fact

02/11/2010

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) Held through a trust of which the Reporting Person is co-trustee with her father.
- (2) By Spouse. Reporting Person disclaims beneficial ownership of all such shares.
- (3) Held by Reporting Person as custodian for minor child. Reporting Person disclaims beneficial ownership of all such shares.
- (4) Represents the Reporting Person's proportionate limited partnership interest in shares held by rankin Associates II, L.P.
- (5) 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.
- (6) Represents the Reporting Person's daughter's proportionate limited partnership interest in shares held by Rankin Associates II, L.P. Reporting Person disclaims beneficial ownership of all such shares.

Remarks:

Remarks:

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

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.