

NACCO INDUSTRIES INC
Form 4
March 27, 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

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/25/2008

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

(Street)

MAYFIELD HEIGHTS, OH 44124

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

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 Indirect Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price	
Class A Common Stock	03/25/2008	03/25/2008	J ⁽³⁾		4,678	A	\$ 0 7,761	CTR Main Trust - A <u>(1)</u>
Class A Common Stock	03/25/2008	03/25/2008	J ⁽³⁾		4,678	D	\$ 0 0	CTR 2008A GRAT <u>(2)</u>
Class A Common Stock	03/25/2008	03/25/2008	J ⁽³⁾		24,056	A	\$ 0 31,817	CTR Main Trust - A <u>(1)</u>
Class A Common Stock	03/25/2008	03/25/2008	J ⁽³⁾		24,056	D	\$ 0 0	CTR

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Common Stock						2008B GRAT - RAIV ⁽⁶⁾
Class A Common Stock				243	I	CTR - RAIV ⁽⁷⁾
Class A Common Stock				2,500	I	CTR 2009A GRAT ⁽²⁾
Class A Common Stock				54,459	I	CTR 2009B GRAT - RAIV ⁽⁶⁾

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 Underlying Security (Instr. 3 and 4)
					V	(A)	(D)	Date Exercisable	Expiration Date	
Class B Common Stock	\$ 0	03/25/2008	03/25/2008	J ⁽³⁾		106,924		03/24/2006	03/24/2006	Class A Common Stock
Class B Common Stock	\$ 0 ⁽⁵⁾	03/25/2008	03/25/2008	J ⁽³⁾		106,924		⁽⁵⁾	⁽⁵⁾	Class A Common Stock
Class B Common Stock	\$ 0	03/25/2008	03/25/2008	J		67,350		03/24/2006	03/24/2006	Class A Common Stock
Class B Common Stock	\$ 0 ⁽⁵⁾	03/25/2008	03/25/2008	J		67,350		⁽⁵⁾	⁽⁵⁾	Class A Common Stock

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"Remark on Insider Relationship" - As a member of a "group" deemed to own more than 10% of an equity security as a result

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

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