RANKIN THOMAS T Form 5/A

March 29, 2013

FORM 5 **OMB APPROVAL**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 Check this box if no longer subject

to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

Reported Form 4

Transactions Reported

1(b).

(Last)

Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL burden hours per OWNERSHIP OF SECURITIES response... 1.0

1. Name and Address of Reporting Person * **RANKIN THOMAS T**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

OMB

Number:

Expires:

3235-0362

January 31,

2005

Issuer

(First)

(Middle)

NACCO INDUSTRIES INC [NC] 3. Statement for Issuer's Fiscal Year Ended

(Check all applicable)

(Month/Day/Year)

12/31/2012

Director 10% Owner Officer (give title __X_ Other (specify below) below)

Member of a group

NACCO INDUSTRIES, INC., Â 5875 LANDERBROOK DRIVE, STE. 220

> (Street) 4. If Amendment, Date Original

> > Filed(Month/Day/Year) 02/07/2013

6. Individual or Joint/Group Reporting

(check applicable line)

MAYFIELD HEIGHTS, OHÂ 44124

X Form Filed by One Reporting Person Form Filed by More than One Reporting

(City)	(State)	(Zip) Tab	ole I - Non-De	rivative S	ecurit	ies Acq	uired, Dispose	d of, or Benef	ficially 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. Securi Acquired Disposed (Instr. 3,	d (A) of d of (D 4 and (A) or)) 5)	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	09/13/2012	Â	G	119	A	\$0	53,039	I	By Trust (1)
Class A Common Stock	09/13/2012	Â	G	378	D	\$0	36,839	I	By Assoc II (2)
	09/13/2012	Â	G	189	A	\$0	9,420	I	

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Class A Common Stock									By AssocII/Son1
Class A Common Stock	09/13/2012	Â	G	189	D	\$0	36,839	I	By Assoc II (2)
Class A Common Stock	09/13/2012	Â	G	189	A	\$0	9,420	I	By AssocII/Son1
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,843	I	By Assoc II/Spouse (4)
Class A Common Stock	Â	Â	Â	Â	Â	Â	3,622	I	By Spouse (5)
Class A Common Stock	Â	Â	Â	Â	Â	Â	8,509	I	By Trust (Son1) (6)
Class A Common Stock	Â	Â	Â	Â	Â	Â	6	I	By GP (7)
Class A Common Stock	Â	Â	Â	Â	Â	Â	22,385	I	By RA4 (8)
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,975	I	By RMI (Delaware) (9)

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

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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 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 Underlying Securition (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Class B Common Stock	Â	12/31/2012	Â	G	5,143	Â	(10)	(10)	Class A Common Stock	5,14

Class B Common Stock	Â	12/31/2012	Â	G	5,143	Â	(10)	(10)	Class A Common Stock	5,14
Class B Common Stock	\$ 0 (10)	06/22/2012	Â	G	Â	20,000	(10)	(10)	Class A Common Stock	20,0
Class B Common Stock	Â	06/22/2012	Â	G	20,000	Â	(10)	(10)	Class A Common Stock	20,0
Class B Common Stock	Â	12/31/2012	Â	G	5,143	Â	(10)	(10)	Class A Common Stock	5,14
Class B Common Stock	\$ 0 (10)	Â	Â	Â	Â	Â	(10)	(10)	Class A Common Stock	19
Class B Common Stock	\$ 0 (10)	Â	Â	Â	Â	Â	(10)	(10)	Class A Common Stock	62,6
Class B Common Stock	\$ 0 (10)	Â	Â	Â	Â	Â	(10)	(10)	Class A Common Stock	92,8

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners 3

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RANKIN THOMAS T

NACCO INDUSTRIES, INC.

5875 LANDERBROOK DRIVE, STE. 220

MAYFIELD HEIGHTS. OHÂ 44124

Signatures

/s/ John D. Neumann, attorney-in-fact

03/19/2013

**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) Reporting Person serves as Trustee of a Trust for the benefit of Thomas T. Rankin.
- (2) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.-----
- Represents the Reporting Person's son's proportionate limited partnership interest in shares held by Rankin Associates II, L.P. which was held by Reporting Person as Co-Trustee of trust for benefit of Reporting Person's son. Reporting Person disclaims beneficial ownership of all such shares.
- 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.
- (5) By Spouse. Reporting Person disclaims beneficial ownership of all such shares.
- (6) Held by Trust, Reporting Person is Co-Trustee for the benefit of Reporting Person's son. Reporting Person disclaims beneficial ownership of all such shares.
- (7) (GP)Represents the Reporting Person's proportionate limited partnership interest in shares of Rankin Associates IV, L.P. held by the Trust for the benefit of Reporting Person, as general partner.
- (8) (RAIV)Represents the Reporting Person's proportionate limited partnership interest in shares held by Rankin Associates IV, L.P.
- (9) Represents the Reporting Person's proportionate limited partnership interest in shares of Rankin Associates II, L.P. held by Rankin Management, Inc. (RMI), as general partner. Reporting Person disclaims beneficial ownership of all such shares.
- (10) N/A
- (11) Represents the Reporting Person's proportionate limited partnership interest in shares held by Rankin Associates I, L.P.-----

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Remarks:

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

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.

Signatures 4