

RANKIN ROGER F
Form 4/A
September 08, 2005

FORM 4 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).

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 ROGER F

(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)
09/06/2005

4. If Amendment, Date Original Filed(Month/Day/Year)
09/07/2005

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Class A Common Stock | 09/06/2005 | 09/06/2005 | J ⁽²⁾ | 1 D \$ 0 6 | | I | By GP ⁽¹⁾ |
| Class A Common Stock | 09/06/2005 | | J ⁽⁵⁾ | 249 D \$ 0 2,626 | | I | By RA4 ⁽⁴⁾ |
| Class A Common Stock | | | | | 3,015 | I | By Trust (Daughter 1) ⁽⁶⁾ |
| Class A | | | | | 2,400 | I | By |

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| | | | | | | |
|----------------------|--|--------|---|--|--|------------------------------------|
| Common Stock | | | | | | Spouse/Trust <u>(7)</u> |
| Class A Common Stock | | 1,975 | I | | | By RMI (Delaware) <u>(8)</u> |
| Class A Common Stock | | 1,128 | I | | | By Trust (Daughter 2) <u>(6)</u> |
| Class A Common Stock | | 75,210 | I | | | By Trust <u>(9)</u> |
| Class A Common Stock | | 9,911 | I | | | By Assoc II/Daughter 1 <u>(10)</u> |
| Class A Common Stock | | 41,222 | I | | | By Assoc II <u>(11)</u> |
| Class A Common Stock | | 11,799 | I | | | By Assoc II/Daughter 2 <u>(10)</u> |
| Class A Common Stock | | 2,116 | I | | | By Assoc II/Spouse <u>(12)</u> |

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 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) | 8. Price of Underlying Securities (Instr. 3 and 4) | | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-----------------|----------------|----------------------------|----|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Class B Common | \$ 0 <u>(3)</u> | 09/06/2005 | 09/06/2005 | J <u>(2)</u> | 1 | <u>(3)</u> | <u>(3)</u> | <u>(3)</u> | <u>(3)</u> | Class A Common | 1 | \$ |

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- (11) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.-----
- (12) 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.
- (13) Represents the Reporting Person's proportionate limited partnership interest in shares held by Rankin Associates I, L.P.----- -

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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