

TAPLIN DAVID F
Form 4
March 08, 2012

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 *
TAPLIN DAVID 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)

03/06/2012

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)
Dir. and 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)	Price		
				Code	V	Amount	
Class A Common Stock	03/06/2012		S	D	200	\$ 99.03	32,918 I Trust (MET) ⁽¹⁾
Class A Common Stock	03/06/2012		S	D	100	\$ 99.02	32,818 I Trust (MET) ⁽¹⁾
Class A Common Stock	03/06/2012		S	D	100	\$ 99.01	32,718 I Trust (MET) ⁽¹⁾
Class A Common Stock	03/06/2012		S	D	38	\$ 98.91	32,680 I Trust

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Common Stock									(MET) <u>(1)</u>
Class A Common Stock	03/06/2012		S	62	D	\$ 98.9	32,618	I	Trust (MET) <u>(1)</u>
Class A Common Stock	03/06/2012		S	200	D	\$ 99.11	32,418	I	Trust (MET) <u>(1)</u>
Class A Common Stock	03/06/2012		S	82	D	\$ 98.92	32,336	I	Trust (MET) <u>(1)</u>
Class A Common Stock	03/06/2012		S	100	D	\$ 98.78	32,236	I	Trust (MET) <u>(1)</u>
Class A Common Stock	03/06/2012		S	29	D	\$ 98.74	32,207	I	Trust (MET) <u>(1)</u>
Class A Common Stock	03/06/2012		S	100	D	\$ 98.725	32,107	I	Trust (MET) <u>(1)</u>
Class A Common Stock	03/06/2012		S	82	D	\$ 98.93	32,025	I	Trust (MET) <u>(1)</u>
Class A Common Stock	03/06/2012		S	25	D	\$ 98.99	32,000	I	Trust (MET) <u>(1)</u>
Class A Common Stock							14,224	D	
Class A Common Stock							100	I	Trust2 <u>(2)</u>

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 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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)
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Derivative Security	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	\$ 0	(3)				(3)	(3)	Class A Common Stock	15,883

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TAPLIN DAVID F NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, STE. 300 MAYFIELD HEIGHTS, OH 44124	X			Dir. and Member of a Group

Signatures

/s/Suzanne S. Taylor,
attorney-in-fact
Date: 03/08/2012

__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 co-trustee with his step-sister, of a revocable trust held for the benefit of Reporting Person's step-mother. Reporting Person disclaims beneficial ownership of all such shares
- (2) Shares held in a trust. Ngaio T. Lowry Trust U/A Dtd 08/26/1998 FBO David F. Taplin.
- (3) N/A

Remarks:

"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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