

BUTLER JOHN C JR  
 Form 4  
 February 09, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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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 \*  
 BUTLER JOHN C JR

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 NACCO INDUSTRIES, INC., 5875  
 LANDERBROOK DRIVE, STE.  
 300

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 02/07/2012

\_\_\_\_ Director  
 Officer (give title below)  
 \_\_\_\_ 10% Owner  
 Other (specify below)  
 VP-Corp Dev and Treasurer / 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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount Price		
Class A Common Stock	02/07/2012		A <sup>(2)</sup>	776	A \$ 0	17,027	I By Trust <sup>(1)</sup>
Class A Common Stock						7,272	I By RAI <sup>(3)</sup>
Class A Common Stock						2,800	I By IRA <sup>(4)</sup>
						39,162	I

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Class A Common Stock						By Spouse/Trust (5)
Class A Common Stock		12,068		I		By RAII/Spouse (6)
Class A Common Stock		2,252		I		By Trust-Child 1 (7)
Class A Common Stock		7,272		I		By RAII/Child 1 (8)
Class A Common Stock		2,097		I		By Trust-Child 2 (7)
Class A Common Stock		7,428		I		By RAII/Child 2 (8)

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

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**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 Derivative Security (Instr. 5)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	(9)					(9)	(9)	Class A Common Stock	30,492

