

DICKERMAN JENNIFER
Form 4
March 12, 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 *
DICKERMAN JENNIFER

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)
03/09/2012

___ Director ___ 10% Owner
___ Officer (give title ___X___ Other (specify below) below)
Sub Dir - Member of a Group

(Street)
CLEVELAND, OH 44124

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

(City) (State) (Zip)

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 | | |
| Class A Common Stock | 03/09/2012 | | S | 200 | D \$ 99.63 | 21,800 | I Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | | S | 200 | D \$ 99.85 | 21,600 | I Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | | S | 200 | D \$ 99.93 | 21,400 | I Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | | S | 15 | D \$ 99.77 | 21,385 | I Trust |

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| | | | | | | | | |
|----------------------|------------|---|-----|---|------------|--------|---|----------------------------|
| Common Stock | | | | | | | | (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | S | 73 | D | \$ 99.53 | 21,312 | I | Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | S | 100 | D | \$ 99.66 | 21,212 | I | Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | S | 100 | D | \$ 99.71 | 21,112 | I | Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | S | 100 | D | \$ 100.28 | 21,012 | I | Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | S | 100 | D | \$ 100.31 | 20,912 | I | Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | S | 11 | D | \$ 101.01 | 20,901 | I | Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | S | 200 | D | \$ 100.95 | 20,701 | I | Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | S | 400 | D | \$ 102.08 | 20,301 | I | Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | S | 100 | D | \$ 102.055 | 20,201 | I | Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | S | 100 | D | \$ 101.99 | 20,101 | I | Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | S | 100 | D | \$ 101.775 | 20,001 | I | Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | S | 300 | D | \$ 101.72 | 19,701 | I | Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | S | 500 | D | \$ 101.795 | 19,201 | I | Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | S | 1 | D | \$ 101.76 | 19,200 | I | Trust (MET) ⁽¹⁾ |

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| | | | | | | | | |
|----------------------------|------------|---|-----|---|---------------|--------|---|-------------------------------|
| Class A Common Stock | 03/09/2012 | S | 300 | D | \$ 101.8 | 18,900 | I | Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | S | 200 | D | \$ 101.835 | 18,700 | I | Trust (MET) ⁽¹⁾ |
| Class A Common Stock | 03/09/2012 | S | 300 | D | \$ 101.77 | 18,400 | I | Trust (MET) ⁽¹⁾ |
| Class A Common Stock | | | | | | 2,000 | D | |

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 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) | 9. Number of Derivative Securities Beneficially Owned (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DICKERMAN JENNIFER
NACCO INDUSTRIES, INC.
5875 LANDERBROOK DRIVE, STE. 300
CLEVELAND, OH 44124

Sub Dir - Member of a Group

Signatures

/s/Suzanne S. Taylor,
attorney-in-fact

03/12/2012

__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 trustee of a revocable trust held for the benefit of Reporting Person's mother. Reporting Person disclaims beneficial ownership of all such shares

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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