

NACCO INDUSTRIES INC
Form 4
December 06, 2004

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)
5875 LANDERBROOK DRIVE, SUITE 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)
12/06/2004

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Class A Common Stock ⁽¹⁾	12/02/2004	12/02/2004	J ⁽²⁾	450 D	<u>(3)</u> 22,080	D	
Class A Common Stock ⁽¹⁾					150	I	By Trust ⁽⁴⁾
Class A Common Stock ⁽¹⁾	12/02/2004	12/02/2004	J ⁽²⁾	450 A	<u>(3)</u> 450	I	Trust 3 ⁽⁵⁾
Class A Common	12/03/2004	12/03/2004	S	450 D	\$ 0 111.55	I	Trust 3 ⁽⁵⁾

Stock ⁽¹⁾			
Class A			
Common	3,201	I	Trust 4 ⁽⁶⁾
Stock ⁽¹⁾			

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)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		
Class B Common Stock ⁽¹⁾	⁽³⁾					⁽³⁾	⁽³⁾	Class A Common Stock	⁽³⁾
Class B Common Stock ⁽¹⁾	⁽³⁾					⁽³⁾	⁽³⁾	Class A Common Stock	⁽³⁾

Reporting Owners

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

Signatures

Charles A.

Bittenbender/Attorney-in-fact

12/06/2004

__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) As a member of a "group" deemed to own more than 10% of an equity security as a result of being a party to a Stockholders' Agreement, dated as of March 15, 1990, beneficially owned by each of the signatories to such agreement (the "Agreement"), the Reporting Person disclaims beneficial ownership of any such shares of Stock owned by any other signatory to the Agreement.
- (2) Stock transferred by Reporting Person into a trust created for distribution to charities.
- (3) N/A
- (4) Reporting Person succeeded his stepmother as Trustee (together with National City Bank of Cleveland) of such trusts, which are for the benefit of Reporting Person's niece. Reporting Person disclaims beneficial ownership of all such shares.
- (5) Charitable Remainder Trust of which Reporting Person serves as Trustee (together with State Street Bank) of such trusts, which are for the benefit of various non-profit organizations in Vermont. Reporting Person disclaims beneficial ownership of all such shares.
- (6) Reporting Person received disbursement of shares upon the death of his father. Shares are held in an irrevocable trust of which Reporting Person is Trustee, for the benefit of Reporting Person.

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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