

BUTLER JOHN C JR
Form 5
February 14, 2013

FORM 5

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

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
BUTLER JOHN C JR

(Last) (First) (Middle)

NACCO INDUSTRIES,
INC., 5875 LANDERBROOK
DRIVE, STE. 300

(Street)

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

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2012

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)
VP-Corp Dev and Treasurer / Member of a
Group

6. Individual or Joint/Group Reporting

(check applicable line)

MAYFIELD
HEIGHTS, OH 44124

(City) (State) (Zip)

____ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock	06/22/2012	Â	G	6,250 A \$ 0	45,412	I	By Spouse/Trust (1)
Class A Common Stock	09/14/2012	Â	G	229 A \$ 0	45,641	I	By Spouse/Trust (1)
	06/22/2012	Â	G	11,008 A \$ 0	11,008	I	

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Class A Common Stock										to spouse by RAIV (A)
Class A Common Stock	09/13/2012	Â	G	189	A	\$ 0	12,257	I		By RAII/Spouse (2)
Class A Common Stock	09/13/2012	Â	G	235	A	\$ 0	17,262	I		By Trust (3)
Class A Common Stock	09/13/2012	Â	G	378	A	\$ 0	7,650	I		By RAII/Child 1 (4)
Class A Common Stock	09/13/2012	Â	G	378	A	\$ 0	7,806	I		By RAII/Child 2 (4)
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,252	I		By Trust-Child 1 (5)
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,097	I		By Trust-Child 2 (5)
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,800	I		By IRA (6)
Class A Common Stock	Â	Â	Â	Â	Â	Â	7,272	I		By RAI (7)

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.
	Â	06/22/2012	Â	G	30,818	Â	Â	Amount or Number of Shares
					(A) (D)	Date Exercisable	Expiration Date	Title
						Â (8)	Â (8)	30,818

Class A
Common
Stock

Class A	
Common	20,000
Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BUTLER JOHN C JR NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, STE. 300 MAYFIELD HEIGHTS. OH 44124	Â	Â	Â VP-Corp Dev and Treasurer	Member of a Group

Signatures

/s/ John D. Neumann,
attorney-in-fact

****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. <i>See</i> 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). |
| (1) | Held by Trust for the benefit of Reporting Person's Spouse. Reporting Person disclaims beneficial ownership of all such shares. |
| (2) | Represents the Reporting Person's spouse's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.----- |
| (3) | Reporting Person serves as Trustee with National City Bank of the J.C. Butler, Jr. Revocable Trust. |
| (4) | Represents the Reporting Person's child's proportionate limited partnership interests in shares held by Rankin Associates II, L.P. ..
Reporting Person disclaims beneficial ownership of all such shares. |
| (5) | Held by Trust, John C. Butler, Jr., Trustee, for the benefit of Reporting Person's minor child. Reporting Person disclaims beneficial ownership of all such shares. |
| (6) | Held in an Individual Retirement Account for the benefit of the Reporting Person. |
| (7) | Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.----- |
| (8) | N/A |
| (9) | Represents the Reporting Person's spouse's proportionate limited partnership interests in shares held by Rankin Associates I, L.P.----- |

 \hat{A} **Remarks:**

"Remark on Insider relationship to Issuer" As a member of a "group" deemed to own more than

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