

DICKERMAN JENNIFER
Form 4
March 09, 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

(Last) (First) (Middle)

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

(Street)

CLEVELAND, 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)
03/07/2012

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)
Sub Dir - 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		
				Code	V	Amount	
Class A Common Stock	03/07/2012		S	D	\$ 98.52	31,800	I Trust (MET) ⁽¹⁾
Class A Common Stock	03/07/2012		S	D	\$ 98.685	31,700	I Trust (MET) ⁽¹⁾
Class A Common Stock	03/07/2012		S	D	\$ 98.8	31,600	I Trust (MET) ⁽¹⁾
Class A Common Stock	03/07/2012		S	D	\$ 98.85	31,370	I Trust

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Common Stock									(MET) <u>(1)</u>
Class A Common Stock	03/07/2012	S	100	D	\$ 98.86	31,270	I	Trust (MET) <u>(1)</u>	
Class A Common Stock	03/07/2012	S	100	D	\$ 98.865	31,170	I	Trust (MET) <u>(1)</u>	
Class A Common Stock	03/07/2012	S	310	D	\$ 98.875	30,860	I	Trust (MET) <u>(1)</u>	
Class A Common Stock	03/07/2012	S	100	D	\$ 98.885	30,760	I	Trust (MET) <u>(1)</u>	
Class A Common Stock	03/07/2012	S	300	D	\$ 98.9	30,460	I	Trust (MET) <u>(1)</u>	
Class A Common Stock	03/07/2012	S	100	D	\$ 98.94	30,360	I	Trust (MET) <u>(1)</u>	
Class A Common Stock	03/07/2012	S	100	D	\$ 98.965	30,260	I	Trust (MET) <u>(1)</u>	
Class A Common Stock	03/07/2012	S	111	D	\$ 98.985	30,149	I	Trust (MET) <u>(1)</u>	
Class A Common Stock	03/07/2012	S	140	D	\$ 98.995	30,009	I	Trust (MET) <u>(1)</u>	
Class A Common Stock	03/07/2012	S	100	D	\$ 99.06	29,909	I	Trust (MET) <u>(1)</u>	
Class A Common Stock	03/07/2012	S	100	D	\$ 99.07	29,809	I	Trust (MET) <u>(1)</u>	
Class A Common Stock	03/07/2012	S	200	D	\$ 99.085	29,609	I	Trust (MET) <u>(1)</u>	
Class A Common Stock	03/07/2012	S	100	D	\$ 99.1	29,509	I	Trust (MET) <u>(1)</u>	
Class A Common Stock	03/07/2012	S	100	D	\$ 99.105	29,409	I	Trust (MET) <u>(1)</u>	

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Class A Common Stock	03/07/2012		S	699	D	\$ 99.115	28,710	I	Trust (MET) ⁽¹⁾
Class A Common Stock	03/07/2012		S	100	D	\$ 99.125	28,610	I	Trust (MET) ⁽¹⁾
Class A Common Stock	03/07/2012		S	100	D	\$ 99.14	28,510	I	Trust (MET) ⁽¹⁾
Class A Common Stock	03/07/2012		S	100	D	\$ 99.145	28,410	I	Trust (MET) ⁽¹⁾
Class A Common Stock	03/07/2012		S	200	D	\$ 99.18	28,210	I	Trust (MET) ⁽¹⁾
Class A Common Stock	03/07/2012		S	200	D	\$ 99.19	28,010	I	Trust (MET) ⁽¹⁾
Class A Common Stock	03/07/2012		S	100	D	\$ 99.2	27,910	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.

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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)	9. Nu Deriv Secur Benef Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of

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

03/09/2012

__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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