

BUTLER HELEN RANKIN
 Form 4
 February 14, 2013

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 HELEN RANKIN

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)
02/13/2013

____ Director _____ 10% Owner
 ____ Officer (give title below) Other (specify below)
 Member of a Group

(Street)

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

MAYFIELD HEIGHTS, OH 44124

(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	02/13/2013		A ⁽¹⁾	11,492	A \$ 0 28,754	I	By Spouse/Trust ⁽²⁾
Class A Common Stock					7,650	I	By RAI/Child 1 ⁽³⁾
Class A Common Stock					2,252	I	By Trust-Child 1 ⁽⁴⁾
Class A					7,806	I	By

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Common Stock						RAII/Child 2 <u>(3)</u>
Class A Common Stock		2,097	I			By Trust-Child 2 <u>(4)</u>
Class A Common Stock		12,257	I			By RAI <u>(5)</u>
Class A Common Stock		11,008	I			by RAI <u>(6)</u>
Class A Common Stock		45,641	I			By Trust <u>(7)</u>
Class A Common Stock		2,800	I			By Spouse/IRA <u>(8)</u>
Class A Common Stock		7,272	I			By RAI/Spouse <u>(9)</u>

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.

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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. P	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	<u>(10)</u>	02/08/2013		G	V 18,966	<u>(10)</u>	<u>(10)</u>	Class A Common Stock	18,966
Class B Common Stock	\$ 0					<u>(10)</u>	<u>(10)</u>	Class A Common Stock	30,818

