#### BUTLER JOHN CJR

Form 4

February 14, 2013

## FORM 4

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

OMB Number: 3235-0287

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

Estimated average

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BUTLER JOHN C JR			2. Issuer Name and Ticker or Trading Symbol NACCO INDUSTRIES INC [NC]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(Last) (First) (Middle) 3.		3. Date of Earliest Transaction	(Check all applicable)			
NACCO INDUSTRIES, INC., 5875 LANDERBROOK DRIVE, STE. 300		· · · · · · · · · · · · · · · · · · ·	(Month/Day/Year) 02/13/2013	Director 10% Owner _X_ Officer (give title _X_ Other (specify below) below)  VP-Corp Dev and Treasurer / Member of a Group			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
MAYFIELD H	IEIGHTS, C	OH 44124	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secur	ities A	cquired, Dispose	d of, or Benef	icially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	ies Acquired		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)	
Class A Common Stock	02/13/2013		A(1)	11,492	A	\$0	28,754	I	By Trust (2)
Class A Common Stock							7,650	I	By RAII/Child 1
Class A Common Stock							2,252	I	By Trust-Child 1
							7,806	I	

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Class A Common Stock			By RAII/Child 2
Class A Common Stock	2,097	I	By Trust-Child 2
Class A Common Stock	12,257	I	By RAII/Spouse (5)
Class A Common Stock	11,008	I	to spouse by RAIV (A)
Class A Common Stock	45,641	I	By Spouse/Trust (6)
Class A Common Stock	2,800	I	By IRA (7)
Class A Common Stock	7,272	I	By RAII (8)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Transa Code (Instr.		5. Number of conDerivative 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 Der Sec (Ins
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class B Common Stock	<u>(9)</u>	02/08/2013		G	V	18,966		<u>(9)</u>	<u>(9)</u>	Class A Common Stock	18,966	

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## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

BUTLER JOHN C JR NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, STE. 300

VP-Corp Dev and Treasurer Member of a Group

MAYFIELD HEIGHTS, OH 44124

## **Signatures**

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

02/13/2013

\*\*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).
- Shares of Class A Common Stock awarded to the Reporting Person under the Company's Executive Long-Term Incentive **(1)** Compensation Plan.
- **(2)** Reporting Person serves as Trustee with National City Bank of the J.C. Butler, Jr. Revocable Trust.
- Represents the Reporting Person's child's proportionate limited partnership interests in shares held by Rankin Associates II, L.P... (3)Reporting Person disclaims beneficial ownership of all such shares.
- Held by Trust, John C. Butler, Jr., Trustee, for the benefit of Reporting Person's minor child. Reporting Person disclaims beneficial **(4)** ownership of all such shares.
- Represents the Reporting Person's spouse's proportionate limited partnership interests in shares held by Rankin Associates II, **(5)** L.P.---
- **(6)** Held by Trust for the benefit of Reporting Person's Spouse. Reporting Person disclaims beneficial ownership of all such shares.
- Held in an Individual Retirement Account for the benefit of the Reporting Person. **(7)**
- (8) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.-----
- **(9)** N/A
- Represents the Reporting Person's spouse's proportionate limited partnership interests in shares held by Rankin Associates I, (10)L.P.---

#### **Remarks:**

"Remark on Insider relationship to Issuer" As a member of a "group" deemed to own more than 10% of an equity security as a 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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