

NACCO INDUSTRIES INC
Form 4
February 13, 2008

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 BEATRICE B

(Last) (First) (Middle)

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Member of a group

(Street)

MAYFIELD HEIGHTS, OH 44124

3. Date of Earliest Transaction (Month/Day/Year)
08/14/2007

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|-----------------------------|
| | | | | (A) or (D) | Price | | | | |
| Class A Common Stock | 04/25/2007 | 04/25/2007 | G | V | 9,000 | D | \$ 0 377,000 | I | By Trust/Spouse <u>(1)</u> |
| Class A Common Stock | 05/18/2007 | 05/18/2007 | G | V | 4,000 | D | \$ 0 373,000 | I | By Trust/Spouse <u>(1)</u> |
| Class A Common Stock | 08/14/2007 | 08/14/2007 | J ⁽²⁾ | | 300,000 | A | \$ 0 300,000 | I | By Marital Trust <u>(2)</u> |
| Class A Common Stock | 08/14/2007 | 08/14/2007 | J ⁽²⁾ | | 300,000 | D | \$ 0 73,000 | I | By |

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| | | | | | | | | | | |
|----------------------|------------|------------|------------------|--------|---|------|---------|---|--|------------------------------------|
| Common Stock | | | | | | | | | | Trust/Spouse <u>(1)</u> |
| Class A Common Stock | 08/27/2007 | 08/27/2007 | G V | 64,520 | D | \$ 0 | 235,480 | I | | By Marital Trust <u>(2)</u> |
| Class A Common Stock | 11/16/2007 | 11/16/2007 | J ⁽⁵⁾ | 21,250 | A | \$ 0 | 21,250 | I | | Family GST Exempt Trust <u>(4)</u> |
| Class A Common Stock | 11/16/2007 | 11/16/2007 | J ⁽⁵⁾ | 21,250 | D | \$ 0 | 51,750 | I | | By Trust/Spouse <u>(1)</u> |
| Class A Common Stock | | | | | | | 136,695 | I | | By Trust <u>(6)</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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(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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------|---------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount |
| Class B Common Stock | \$ 0 <u>(3)</u> | 08/14/2007 | 08/14/2007 | J ⁽²⁾ | | <u>(3)</u> | <u>(3)</u> | Class A Common Stock | 310,000 |
| Class B Common Stock | <u>(3)</u> | 08/14/2007 | 08/14/2007 | J ⁽²⁾ | 310,000 | <u>(3)</u> | <u>(3)</u> | Class A Common Stock | 310,000 |
| Class B Common Stock | \$ 0 <u>(3)</u> | | | | | <u>(3)</u> | <u>(3)</u> | Class A Common Stock | 27,300 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

TAPLIN BEATRICE B
NACCO INDUSTRIES, INC.
5875 LANDERBROOK DRIVE, STE. 300
MAYFIELD HEIGHTS, OH 44124

Member of a group

Signatures

/s/Constantine E. Tsipis, attorney-in-fact for Beatrice B.
Taplin

02/13/2008

__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) Held by Trust, National City Bank as Trustee, for the benefit of Thomas E. Taplin. Reporting Person disclaims beneficial ownership of all such shares.
- (2) Created upon death of spouse
- (3) N/A
- (4) The Exempt Family Trust FBO Thomas E. Taplin's Grandchildren under Agreement 1/21/66 between Thomas E. Taplin and National City Bank, as amended and restated, NCB and Bea Taplin, Trustees and their successors in trust.
- (5) Transfer from one trust to another
- (6) Held by Trust, National City Bank and Beatrice B. Taplin, Co-Trustees, for the benefit of Beatrice B. Taplin.

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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