

TAPLIN BEATRICE B  
Form 5/A  
February 14, 2012

# FORM 5

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

OMB APPROVAL

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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

1. Name and Address of Reporting Person \*  
TAPLIN BEATRICE B

(Last) (First) (Middle)

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

(Street)

MAYFIELD HEIGHTS, OH 44124

(City) (State) (Zip)

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

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2011

4. If Amendment, Date Original Filed (Month/Day/Year)  
02/14/2012

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

6. Individual or Joint/Group Reporting

(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 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	02/04/2011	Â	G	5,000 D \$ 0	212,274	I	By Marital Trust/PNC (1)
Class A Common Stock	02/22/2011	Â	G	9,570 D \$ 0	202,704	I	By Marital Trust/PNC (1)
Class A Common	08/29/2011	Â	J(3)	64,000 D \$ 0	138,704	I	By Marital Trust/PNC

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Stock									(1)
Class A Common Stock	08/29/2011	Â	J <sup>(3)</sup>	64,000	A	\$ 0	64,000	I	Taplin Annuity Trust#1 <sup>(2)</sup>
Class A Common Stock	12/29/2011	Â	G	5,564	D	\$ 0	133,140	I	By Marital Trust/PNC <sup>(1)</sup>
Class A Common Stock	Â	Â	Â	Â	Â	Â	129,823	I	BBT/Wells Fargo Trust <sup>(4)</sup>
Class A Common Stock	Â	Â	Â	Â	Â	Â	5,250	I	By Trust/GC#5 <sup>(5)</sup>
Class A Common Stock	Â	Â	Â	Â	Â	Â	5,250	I	By Trust/GC#4 <sup>(5)</sup>
Class A Common Stock	Â	Â	Â	Â	Â	Â	5,250	I	By Trust/GC#1 <sup>(5)</sup>
Class A Common Stock	Â	Â	Â	Â	Â	Â	5,250	I	By Trust/GC#2 <sup>(5)</sup>
Class A Common Stock	Â	Â	Â	Â	Â	Â	5,250	I	By Trust/GC#3 <sup>(5)</sup>

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 or Value of Underlying Securities (Instr. 3 and 4)
Class B	\$ 0	Â	Â	Â	(A) (D) Â Â	Date Exercisable: Â <sup>(6)</sup> Expiration Date: Â <sup>(6)</sup>	Title: Class A Amount or Number of Shares: 310,000	

Common  
Stock

Common  
Stock

Class B

Common \$ 0      Â      Â      Â      Â      Â      Â (6)      Â (6)

Class A

Common 27,310  
Stock

## 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	Â	Â	Â	Member of a group

## Signatures

/s/Suzanne S. Taylor,      02/14/2012  
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. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares represent the Thomas E. Taplin Marital Trust FBO Beatrice B. Taplin under Agreement dated 1/21/1966 as amended and restated between Thomas E. Taplin and National City Bank. National City Bank and Beatrice B. Taplin, Trustees.
- (2) Shares held in Trust: 2011 Taplin Annuity Trust #1.
- (3) Shares transferred from Marital Trust account into a Grat. 2011 Taplin Annuity Trust#1.
- (4) Held by Trust, National City Bank and Beatrice B. Taplin, Co-Trustees, for the benefit of Beatrice B. Taplin.
- (5) Reporting Person serves as co-trustee with National City Bank of Trusts for the benefit of Reporting Person's grandchildren. Reporting Person disclaims beneficially ownership of all such shares.
- (6) N/A

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.