

BUTLER JOHN C JR  
Form 5/A  
February 14, 2012

**FORM 5**

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

Check this box if  
no longer subject  
to Section 16.  
Form 4 or Form  
5 obligations  
may continue.  
See Instruction  
1(b).  
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

## OMB APPROVAL

OMB  
Number: 3235-0362  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 1.0

1. Name and Address of Reporting Person \*  
BUTLER JOHN C JR

(Last) (First) (Middle)

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

(Street)

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)  
02/14/2011

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_X\_\_\_\_ Other (specify below)  
VP-Corp Dev and Treasurer / Member of a  
Group

6. Individual or Joint/Group Reporting

(check applicable line)

MAYFIELD  
HEIGHTS, OH 44124

(City) (State) (Zip)

\_\_\_\_X\_\_\_\_ 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	07/02/2010	Â	G5	504 A \$ 0	6,887	I	By RAI <u>(1)</u>
Class A Common Stock	07/02/2010	Â	G5	252 A \$ 0	9,665	I	By RAI/Spouse <u>(2)</u>
Class A Common	07/02/2010	Â	G5	504 A \$ 0	9,413	I	By RAI/Spouse

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Stock									(2)
Class A Common Stock	11/26/2010	Â	G5	1,826	A	\$ 0	11,491	I	By RAII/Spouse (2)
Class A Common Stock	07/02/2010	Â	G5	504	A	\$ 0	6,887	I	By RAII/Child 1 (3)
Class A Common Stock	07/02/2010	Â	G5	504	A	\$ 0	7,043	I	By RAII/Child 2 (3)
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,252	I	By Trust-Child 1 (6)
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,097	I	By Trust-Child 2 (6)
Class A Common Stock	Â	Â	Â	Â	Â	Â	39,162	I	By Spouse/Trust (7)
Class A Common Stock	Â	Â	Â	Â	Â	Â	2,800	I	By IRA (8)
Class A Common Stock	Â	Â	Â	Â	Â	Â	16,251	I	By Trust (9)

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)	
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	Â	11/26/2010	Â	G	30,492	Â Â (4) Â (4)	Class A Common Stock	30,492

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BUTLER JOHN C JR NACCO INDUSTRIES, INC. 5875 LANDERBROOK DRIVE, STE. 300 MAYFIELD HEIGHTS, OH 44124	Â	Â	Â VP-Corp Dev and Treasurer	Member of a Group

## Signatures

/s/Suzanne S. Taylor,  
attorney-in-fact

02/14/2012

\_\_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) Represents the Reporting Person's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.-----
- (2) Represents the Reporting Person's spouse's proportionate limited partnership interests in shares held by Rankin Associates II, L.P.-----
- (3) Represents the Reporting Person's child's proportionate limited partnership interests in shares held by Rankin Associates II, L.P. ..  
Reporting Person disclaims beneficial ownership of all such shares.
- (4) N/A
- (5) Represents the Reporting Person's spouse's proportionate limited partnership interests in shares held by Rankin Associates I, L.P.-----
- (6) Held by Trust, John C. Butler, Jr., Trustee, for the benefit of Reporting Person's minor child. Reporting Person disclaims beneficial ownership of all such shares.
- (7) Held by Trust for the benefit of Reporting Person's Spouse. Reporting Person disclaims beneficial ownership of all such shares.
- (8) Held in an Individual Retirement Account for the benefit of the Reporting Person.
- (9) Reporting Person serves as Trustee with National City Bank of the J.C. Butler, Jr. Revocable Trust.

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.