#### NATCO GROUP INC

Form 4 May 15, 2007

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB

Number:

3235-0287

0.5

January 31, Expires: 2005

**OMB APPROVAL** 

Estimated average burden hours per response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

**SECURITIES** 

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * CURCIO ROBERT A			Issuer Name nbol	and T	Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
			NATCO GROUP INC [NTG]			(Check all applicable)				
(Last)	(First) (N	Middle) 3. I	Date of Earlie	st Trar	nsaction					
		(Mo	onth/Day/Yea	ar)		Director	10%	Owner		
C/O NATCO GROUP INC., 2950			05/11/2007			_X_ Officer (give		er (specify		
NORTH LO	OOP WEST, SUIT	TE 700				below) below) Senior Vice President				
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
			Filed(Month/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person				
HOUSTON	I, TX 77092					Form filed by N Person	More than One Re	porting		
(City)	(State)	(Zip)	Table I - No	on-De	rivative Securities Acq	uired, Disposed o	f, or Beneficial	ly Owned		
1.Title of	2. Transaction Date	2A. Deemed	3.	4	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature o		
Security	(Month/Day/Year)	Execution Da	te, if Trans	action	(A) or Disposed of (D)	Securities	Form: Direct	Indirect		
(Instr. 3)		any	Code	(	(Instr. 3, 4 and 5)	Beneficially	(D) or	Beneficial		
		(Month/Day/	Vanr) (Instr	(9)		Owned	Indirect (I)	Ownerchir		

	Table 1-1001-Delivative Securities Acquired, Disposed of, or Deficiently 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common stock	05/11/2007		S	100	D	\$ 39.7	14,323	D	
Common stock	05/11/2007		S	200	D	\$ 39.65	14,123	D	
Common stock	05/11/2007		S	200	D	\$ 39.72	13,923	D	
Common stock	05/11/2007		S	200	D	\$ 39.74	13,723	D	
Common stock	05/11/2007		S	300	D	\$ 39.62	13,423	D	

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Common stock	05/11/2007	S	300	D	\$ 39.76	13,123	D
Common stock	05/11/2007	S	300	D	\$ 39.77	12,823	D
Common stock	05/11/2007	S	308	D	\$ 39.82	12,515	D
Common stock	05/11/2007	S	400	D	\$ 39.67	12,115	D
Common stock	05/11/2007	S	600	D	\$ 39.64	11,515	D
Common stock	05/11/2007	S	800	D	\$ 39.75	10,715	D
Common stock	05/11/2007	S	1,000	D	\$ 39.66	9,715	D
Common stock	05/11/2007	S	1,300	D	\$ 39.63	8,415	D
Common stock	05/11/2007	S	1,800	D	\$ 39.71	6,615	D

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	tiorNumber	Expiration D	ate	Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	) Derivativo	e		Secur	ities	(Instr. 5)
	Derivative				Securities	;		(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration	m: .1	or	
						Exercisable Date	Date	Title	Number	
				G 1 1	7 (A) (B)				of	
				Code \	V(A)(D)				Shares	

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CURCIO ROBERT A
C/O NATCO GROUP INC.
2950 NORTH LOOP WEST, SUITE 700
HOUSTON, TX 77092

Vice President

Senior

#### **Signatures**

Robert A. 05/15/2007 Curcio

\*\*Signature of Date
Reporting Person

### **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).

Note: File three copies of this Form, one of which must be manually signed. If space 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.

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