

NATCO GROUP INC  
Form 8-K  
August 17, 2005

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

**Form 8-K**

**Current Report**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date Of Report (Date Of Earliest Event Reported): 08/12/2005**

**NATCO GROUP INC.**

(Exact Name of Registrant as Specified in its Charter)

**Commission File Number: 001-15603**

**DE**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**222906892**  
(I.R.S. Employer  
Identification No.)

**2950 North Loop West, Suite 700, Houston, TX 77092**  
(Address of Principal Executive Offices, Including Zip Code)

**713-683-9292**  
(Registrant's Telephone Number, Including Area Code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act(17CFR240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act(17CFR240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act(17CFR240.13e-4(c))
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Items to be Included in this Report

**Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers**

On August 12, 2005, Ryan S. Liles, Vice President, Controller and Principal Accounting Officer, submitted his resignation to the Company effective August 26, 2005. Mr. Liles has accepted the position of chief financial officer at a private company.

Mr. Richard W. FitzGerald, the Company's Senior Vice President and Chief Financial Officer, will serve as Principal Accounting Officer of the Company until a successor controller is named.

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**Signature(s)**

Pursuant to the Requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the Undersigned hereunto duly authorized.

NATCO GROUP INC.

Date: August 17, 2005.

By: /s/ John U. Clarke

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John U. Clarke  
Chairman and Chief Executive Officer