

SALZGITTER AG
Form SC 13G/A
April 07, 2003

SEC 1745
(02-02)

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 3)*

Steel Dynamics, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

858119 10 0

(CUSIP Number)

December 31, 2002

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1 (b)

Rule 13d-1 (c)

Rule 13d-1 (d)

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*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page. The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 858119 10 0

1. Names of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

SALZGITTER AG

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only
-

4. Citizenship or Place of Organization GERMANY
-

Number of 5. Sole Voting Power 3,053,615 SHARES
Shares

Beneficially
Owned by

Each
Reporting

Person With

6. Shared Voting Power

7. Sole Dispositive Power 3,053,615 SHARES

8. Shared Dispositive Power

9. Aggregate Amount Beneficially Owned by Each Reporting Person 3,053,615 SHARES
-

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
-

11. Percent of Class Represented by Amount in Row (9) 6.4%
-

12. Type of Reporting Person (See Instructions) HC
-

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This Amendment No. 3 to Schedule 13G is being filed to reflect the transfer as of December 31, 2002 of all shares of Steel Dynamics, Inc. held by Salzgitter AG to its wholly-owned subsidiary, Salzgitter Stahl GmbH.

ITEM 1(A) NAME OF ISSUER:
Steel Dynamics, Inc.

ITEM 1(B) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:
6714 Point Inverness Way, Suite 200
Fort Wayne, IN 46804

ITEM 2(A) NAME OF PERSON FILING:
Salzgitter AG

ITEM 2(B) ADDRESS OF PRINCIPAL BUSINESS OFFICE:
Eisenhüttenstraße 99
D-38239 Salzgitter
GERMANY

ITEM 2(C) CITIZENSHIP:
Germany

ITEM 2(D) TITLE OF CLASS OF SECURITIES:
Common Stock

ITEM 2(E) CUSIP NUMBER:
858119 10

ITEM 3 Not applicable. The person filing does not fit into any of the categories in Item 3(a)-(h).

ITEM 4 OWNERSHIP:

- (a) Amount beneficially owned: 3,053,615 shares of Common Stock.
- (b) Percent of class: 6.4%.
- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote 3,053,615 shares.
 - (ii) Shared power to vote or to direct the vote: NONE.

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- (iii) Sole power to dispose or to direct the disposition of 3,053,615 shares.
- (iv) Shared power to dispose or to direct the disposition of: NONE.

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ITEM 5 OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

Not applicable.

ITEM 6 OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

Not applicable.

ITEM 7 IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON:

Salzgitter Stahl GmbH
Eisenhüttenstrasse 99
D-38239 Salzgitter
GERMANY

Classification: CO

ITEM 8 IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:

Not applicable.

ITEM 9 NOTICE OF DISSOLUTION OF GROUP:

Not applicable.

ITEM 10 CERTIFICATION:

Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: March 26, 2002

SALZGITTER AG

By:

/s/ Wolfgang Simons

General Counsel