

Mechel OAO
Form SC 13D/A
July 22, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 23)*

MECHEL OAO

(Name of Issuer)

COMMON SHARES, PAR VALUE 10 RUSSIAN RUBLES PER SHARE

AMERICAN DEPOSITARY SHARES, EACH ADS REPRESENTING ONE COMMON SHARE

(Title of Class of Securities)

RU000A0DKXV5

583840103

(CUSIP Number)

Vladislav Zlenko

Krasnoarmeyskaya str., 1

125993 Moscow,

Russian Federation

Edgar Filing: Mechel OAO - Form SC 13D/A

+7 495 2218888

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

July 22, 2013

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box " ".

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

* 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 disclosures provided in a prior cover page. The information required on 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, as amended (the 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).

CUSIP No. RU000A0DKXV5; 583840103

1. Name of Reporting Persons

I.R.S. Identification Nos. of above persons (entities only)

Igor V. Zyuzin

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

(a) (b)

3. SEC Use Only

4. Source of Funds (See Instructions)

OO

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

Russian Federation

7. Sole Voting Power

Number of

Shares 205,384

Beneficially 8. Shared Voting Power

Owned by

Each 280,463,641

9. Sole Dispositive Power

Reporting

Person 205,384

With 10. Shared Dispositive Power

72,225,279

11. Aggregate Amount Beneficially Owned by Each Reporting Person

Edgar Filing: Mechel OAO - Form SC 13D/A

280,669,025

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) "

13. Percent of Class Represented by Amount in Row (11)

67.42%

14. Type of Reporting Person (See Instructions)

IN

CUSIP No. RU000A0DKXV5; 583840103

1. Name of Reporting Persons

I.R.S. Identification Nos. of above persons (entities only)

Calridge Limited

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

(a) (b)

3. SEC Use Only

4. Source of Funds (See Instructions)

OO

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

Republic of Cyprus

7. Sole Voting Power

Number of

Shares 119,600,860

Beneficially 8. Shared Voting Power

Owned by

Each 160,862,781

9. Sole Dispositive Power

Reporting

Person

19,073,498

With 10. Shared Dispositive Power

53,151,781

11. Aggregate Amount Beneficially Owned by Each Reporting Person

Edgar Filing: Mechel OAO - Form SC 13D/A

280,463,641

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) "

13. Percent of Class Represented by Amount in Row (11)

67,38%

14. Type of Reporting Person (See Instructions)

CO

CUSIP No. RU000A0DKXV5

1. Name of Reporting Persons

I.R.S. Identification Nos. of above persons (entities only)

Bellasis Holdings Limited

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

(a) (b)

3. SEC Use Only

4. Source of Funds (See Instructions)

OO

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

Republic of Cyprus

7. Sole Voting Power

Number of

Shares 75,000,000

Beneficially 8. Shared Voting Power

Owned by

Each -0-

9. Sole Dispositive Power

Reporting

Person 1,500,000

With 10. Shared Dispositive Power

-0-

11. Aggregate Amount Beneficially Owned by Each Reporting Person

Edgar Filing: Mechel OAO - Form SC 13D/A

75,000,000

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) "

13. Percent of Class Represented by Amount in Row (11)

18.02%

14. Type of Reporting Person (See Instructions)

CO

CUSIP No. RU000A0DKXV5

1. Name of Reporting Persons

I.R.S. Identification Nos. of above persons (entities only)

Armolink Limited

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

(a) (b)

3. SEC Use Only

4. Source of Funds (See Instructions)

OO

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

Republic of Cyprus

7. Sole Voting Power

Number of

Shares 34,211,000

Beneficially 8. Shared Voting Power

Owned by

Each -0-

9. Sole Dispositive Power

Reporting

Person

0

With 10. Shared Dispositive Power

-0-

11. Aggregate Amount Beneficially Owned by Each Reporting Person

Edgar Filing: Mechel OAO - Form SC 13D/A

34,211,000

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) "

13. Percent of Class Represented by Amount in Row (11)

8.22%

14. Type of Reporting Person (See Instructions)

CO

CUSIP No. RU000A0DKXV5

1. Name of Reporting Persons

I.R.S. Identification Nos. of above persons (entities only)

MetHol OOO

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

(a) (b)

3. SEC Use Only

4. Source of Funds (See Instructions)

OO

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

Russian Federation

7. Sole Voting Power

Number of

Shares -0-

Beneficially 8. Shared Voting Power

Owned by

Each 75,000,000

9. Sole Dispositive Power

Reporting

Person

-0-

With 10. Shared Dispositive Power

1,500,000

11. Aggregate Amount Beneficially Owned by Each Reporting Person

Edgar Filing: Mechel OAO - Form SC 13D/A

75,000,000

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) "

13. Percent of Class Represented by Amount in Row (11)

18.02%

14. Type of Reporting Person (See Instructions)

CO

CUSIP No. RU000A0DKXV5

1. Name of Reporting Persons

I.R.S. Identification Nos. of above persons (entities only)

Actiondeal Limited

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

(a) (b)

3. SEC Use Only

4. Source of Funds (See Instructions)

OO

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

Republic of Cyprus

7. Sole Voting Power

Number of

Shares 12,651,781

Beneficially 8. Shared Voting Power

Owned by

Each -0-

9. Sole Dispositive Power

Reporting

Person 12,651,781

With 10. Shared Dispositive Power

-0-

11. Aggregate Amount Beneficially Owned by Each Reporting Person

Edgar Filing: Mechel OAO - Form SC 13D/A

12,651,781

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) "

13. Percent of Class Represented by Amount in Row (11)

3.04%

14. Type of Reporting Person (See Instructions)

CO

CUSIP No. RU000A0DKXV5

1. Name of Reporting Persons

I.R.S. Identification Nos. of above persons (entities only)

Cyberwood Limited

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

(a) (b)

3. SEC Use Only

4. Source of Funds (See Instructions)

OO

5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)

6. Citizenship or Place of Organization

Republic of Cyprus

7. Sole Voting Power

Number of

Shares 39,000,000

Beneficially 8. Shared Voting Power

Owned by

Each -0-

9. Sole Dispositive Power

Reporting

Person 39,000,000

With 10. Shared Dispositive Power

-0-

11. Aggregate Amount Beneficially Owned by Each Reporting Person

Edgar Filing: Mechel OAO - Form SC 13D/A

39,000,000

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) "

13. Percent of Class Represented by Amount in Row (11)

9.37%

14. Type of Reporting Person (See Instructions)

CO

Item 1. Security and Issuer

This to Schedule 13D (the Schedule 13D) further amends and restates in its entirety the Schedule 13D originally filed by the Reporting Persons on July 21, 2008 (the Original Schedule 13D) amended and restated as of June 19, 2009, August 20, 2009, December 29, 2009, March 12, 2010, April 22, 2010, July 12, 2010, October 14, 2010, March 4, 2011, April 21, 2011, May 12, 2011, September 7, 2011, October 7, 2011, December 29, 2011, April 13, 2012, May 23, 2012, July 16, 2012, August 22, 2012, September 21, 2012, March 13, 2013 and June 3, 2013 (the Amended Schedule 13D) and relates to common shares, par value 10 Russian rubles per share (the Common Shares), of Mechel OAO, an open joint-stock company incorporated under the laws of the Russian Federation (the Issuer) and the Issuer's American Depositary Shares (ADSs), each ADS representing one Common Share. The principal executive offices of the Issuer are located at 1 Krasnoarmeyskaya St., Moscow 125993, Russian Federation.

Item 2. Identity and Background

(a) (c) and (f). This Schedule 13D is filed by Igor V. Zyuzin, a natural person and a citizen of the Russian Federation (Mr. Zyuzin); Calridge Limited, a limited company organized under the laws of the Republic of Cyprus (Calridge); Bellasis Holdings Limited, a limited company organized under the laws of the Republic of Cyprus (Bellasis); Armolink Limited, a limited company organized under the laws of the Republic of Cyprus (Armolink); MetHol OOO, a limited liability company organized under the laws of the Russian Federation (MetHol), Actiondeal Limited, a limited company organized under the laws of the Republic of Cyprus (Actiondeal) and Cyberwood Limited, a limited company organized under the laws of the Republic of Cyprus (Cyberwood) (collectively, the Reporting Persons).

Mr. Zyuzin co-founded the Issuer in 2003 and has been the Issuer's chief executive officer since December 2006 and till July 2010. Mr. Zyuzin is also a chairman of the board of directors of the Issuer. Mr. Zyuzin's principal business address is at the Issuer's principal executive office at 1 Krasnoarmeyskaya St., Moscow 125993, Russian Federation.

Calridge is a limited company organized under the laws of Cyprus whose principal business is to make private investments and act a holding company for Mr. Zyuzin. Mr. Zyuzin owns all the outstanding equity interests in Calridge. The principal business office address of Calridge is 3 Themistokli Dervi, Julia House, PC 1066, Nicosia, Republic of Cyprus. The names of the executive officers and directors of Calridge, their addresses, citizenship and principal occupations are as follows:

Name and Office Held	Business Address	Citizenship	Principal Occupation or Employment
Soterakis Koupepidis	3 Themistokli Dervi Julia House PC 1066, Nicosia	Republic of Cyprus	Principal Manager and Head of Fiduciary Services of Abacus Limited, a provider of corporate administration services; Elenion Building, 5 Themistokli Dervi Street, 2nd Floor, 1066 Nicosia, Republic of Cyprus
Director	Republic of Cyprus		
Stella Raouna	3 Themistokli Dervi Julia House PC 1066, Nicosia	Republic of Cyprus	Principal Manager of Company Administration Services at Abacus Limited, a provider of corporate administration services; Elenion Building, 5 Themistokli Dervi Street, 2nd Floor, 1066 Nicosia, Republic of Cyprus
Director	Republic of Cyprus		

Edgar Filing: Mechel OAO - Form SC 13D/A

Bellasis is a limited company organized under the laws of Cyprus whose principal business is to make private investments. Calridge and MetHol own 10% and 90%, respectively, of the outstanding equity interests in Bellasis. The principal business office address of Bellasis is 3 Themistokli Dervi, Julia House, PC 1066, Nicosia, Republic of Cyprus. The names of the executive officers and directors of Bellasis, their addresses, citizenship and principal occupations are as follows:

Name and Office Held	Business Address	Citizenship	Principal Occupation or Employment
Charalambos Michaelides	3 Themistokli Dervi Julia House	Republic of Cyprus	Principal Manager of Company Administration Services at Abacus Limited, a provider of corporate administration services; Elenion Building, 5 Themistokli Dervi Street, 2nd Floor, 1066 Nicosia, Republic of Cyprus
Director	PC 1066, Nicosia Republic of Cyprus		
Stella Raouna	3 Themistokli Dervi Julia House	Republic of Cyprus	Principal Manager of Company Administration Services at Abacus Limited, a provider of corporate administration services; Elenion Building, 5 Themistokli Dervi Street, 2nd Floor, 1066 Nicosia, Republic of Cyprus
Director	PC 1066, Nicosia Republic of Cyprus		

Armolink is a limited company organized under the laws of Cyprus whose principal business is to make private investments. Calridge owns all the outstanding equity interests in Armolink. The principal business office address of Armolink is 3 Themistokli Dervi, Julia House, PC 1066, Nicosia, Republic of Cyprus. The names of the executive officers and directors of Armolink, their addresses, citizenship and principal occupations are as follows:

Name and Office Held	Business Address	Citizenship	Principal Occupation or Employment
Soterakis Koupepides	3 Themistokli Dervi Julia House	Republic of Cyprus	Principal Manager and Head of Fiduciary Services of Abacus Limited, a provider of corporate administration services; Elenion Building, 5 Themistokli Dervi Street, 2nd Floor, 1066 Nicosia, Republic of Cyprus
Director	PC 1066, Nicosia Republic of Cyprus		
Stella Raouna	3 Themistokli Dervi Julia House	Republic of Cyprus	Principal Manager of Company Administration Services at Abacus Limited, a provider of corporate administration services; Elenion Building, 5 Themistokli Dervi Street, 2nd Floor, 1066 Nicosia, Republic of Cyprus
Director	PC 1066, Nicosia Republic of Cyprus		

MetHol is a limited company organized under the laws of the Russian Federation whose principal business is to make private investments. Mr. Zyuzin owns all the outstanding equity interests in MetHol. The principal business office address of MetHol is Krasnoarmeyskaya str., 1, Moscow 125993, Russian Federation. The names of the executive officers and directors of MetHol, their addresses, citizenship and principal occupations are as follows:

Name and Office Held	Business Address	Citizenship
----------------------	------------------	-------------

Edgar Filing: Mechel OAO - Form SC 13D/A

			Principal Occupation or Employment
Tatyana Ifutina	Krasnoarmeyskaya str., 1	Russian Federation	Head of Human Resources
	Moscow 125993		Department, Mechel
General Director	Russian Federation		Management Company OOO, Krasnoarmeyskaya str., 1, Moscow, Russian Federation, 125993

Edgar Filing: Mechel OAO - Form SC 13D/A

Actiondeal is a limited company organized under the laws of Cyprus whose principal business is to make private investments. Calridge owns all the outstanding equity interests in Actiondeal. The principal business office address of Actiondeal is 3 Themistokli Dervi, Julia House, PC 1066, Nicosia, Republic of Cyprus. The names of the executive officers and directors of Actiondeal, their addresses, citizenship and principal occupations are as follows:

Name and Office Held	Business Address	Citizenship	Principal Occupation or Employment
Director	3 Themistokli Dervi Julia House	Republic of Cyprus	Principal Manager of Cypcosecretarial Limited, a provider of corporate administration services;
Menikos Yiannakou	PC 1066, Nicosia Republic of Cyprus		Michalakopoulou, 14, DEMITAS TOWER, 3 rd floor, Flat/Office 302, P.C. 1075, Nicosia, Republic of Cyprus
Director			
Emilios Kallen			