

EDGERLEY PAUL B
Form 4
April 02, 2007

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
EDGERLEY PAUL B

(Last) (First) (Middle)

BAIN CAPITAL, 111
HUNTINGTON AVENUE

(Street)

BOSTON, MA 02199

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
STEEL DYNAMICS INC [STLD]

3. Date of Earliest Transaction
(Month/Day/Year)
03/29/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Following Reported Transaction(s) (Instr. 3 and 4)	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
Common Stock	03/29/2007		M ⁽²⁾		1,692	A	\$ 8.87
					3,692		<u>(1)</u>
Common Stock	03/29/2007		M ⁽²⁾		2,342	A	\$ 6.41
					6,034		<u>(1)</u>
Common Stock	03/29/2007		M ⁽²⁾		2,352	A	\$ 6.38
					8,386		<u>(1)</u>
Common Stock	03/29/2007		M ⁽²⁾		1,542	A	\$ 9.73
					9,928		<u>(1)</u>
Common Stock	03/29/2007		M ⁽²⁾		1,186	A	\$ 16.66
					11,114		<u>(1)</u>

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Common Stock 03/29/2007 M⁽²⁾ 1,072 A \$ 14 12,186 ⁽¹⁾ D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Security (Instr. 3 and 4)	8. Amount or Number of Shares
Non-Employee Director Stock Option (right to buy)	\$ 8.87	03/29/2007		M ⁽³⁾	1,692	11/21/2002 05/21/2007	Common Stock	1,692
Non-Employee Director Stock Option (right to buy)	\$ 6.41	03/29/2007		M ⁽³⁾	2,342	05/21/2003 11/21/2007	Common Stock	2,342
Non-Employee Director Stock Option (right to buy)	\$ 6.38	03/29/2007		M ⁽³⁾	2,352	11/21/2003 05/21/2008	Common Stock	2,352
Non-Employee Director Stock Option (right to buy)	\$ 9.73	03/29/2007		M ⁽³⁾	1,542	05/21/2004 11/21/2008	Common Stock	1,542
Non-Employee Director Stock Option (right to buy)	\$ 16.66	03/29/2007		M ⁽³⁾	1,186	11/21/2004 05/21/2009	Common Stock	1,186
Non-Employee Director Stock Option (right to buy)	\$ 14	03/29/2007		M ⁽³⁾	1,072	11/21/2005 05/21/2010	Common Stock	1,072

buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EDGERLEY PAUL B BAIN CAPITAL 111 HUNTINGTON AVENUE BOSTON, MA 02199	X			

Signatures

Paul B. Edgerley	04/02/2007
**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) Number of shares shown and price per share reflect 2:1 stock split effective 11/21/2006.
- (2) Acquisition of stock pursuant to exercise of option, granted pursuant to Non-Employee Director Stock Option Plan approved by stockholders, exempt under Rule 16b-6(b).
- (3) Exercise of option exempt under Rule 16b-3(e).

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.