

STEEL DYNAMICS INC
Form 4
May 23, 2016

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
SCHNEIDER BARRY

(Last) (First) (Middle)

7575 W. JEFFERSON BLVD.

(Street)

FORT WAYNE, IN 46804

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/19/2016

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)
Senior Vice President

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 05/19/2016 | | M ⁽¹⁾ | | 2,671 | A | \$ 16.85 |
| Common Stock | 05/19/2016 | | M ⁽¹⁾ | | 3,589 | A | \$ 12.54 |
| Common Stock | 05/19/2016 | | F ⁽²⁾ | | 1,899 | D | \$ 23.7 |
| Common Stock | 05/19/2016 | | F ⁽²⁾ | | 1,898 | D | \$ 23.7 |
| | | | | | | | 41,957 ⁽⁴⁾ |
| | | | | | | | 45,546 |
| | | | | | | | 43,647 |
| | | | | | | | 41,749 |

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

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(9-02)

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 Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option (right to buy) | \$ 16.85 | 05/19/2016 | | M ⁽³⁾ | 2,671 | 11/21/2011 05/21/2016 | Common Stock | 2,671 |
| Employee Stock Option (right to buy) | \$ 12.54 | 05/19/2016 | | M ⁽³⁾ | 3,589 | 05/21/2012 11/21/2016 | Common Stock | 3,589 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SCHNEIDER BARRY 7575 W. JEFFERSON BLVD. FORT WAYNE, IN 46804 | | | Senior Vice President | |

Signatures

Barry Schneider 05/23/2016
 **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).

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- (1) Acquisition of stock pursuant to exercise of employee stock option, exempt under Exchange Act Rule 16b-6(b) and Rule 16b-3(d)(1).
Disposition to Issuer: Shares withheld by Issuer in payment of reporting person's exercise price under stock option in accordance with
- (2) Exchange Act Rule 16b-3(d)(1) approved in advance by Compensation Committee and exempt from Section 16(b) of Exchange Act in accordance with Exchange Act Rule 16b-3(e).
- (3) Exercise of stock option exempt pursuant to Rule 16b-6(b).
- (4) Includes previously owned shares not subject to prior reporting.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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