

Zyuzin Igor  
Form SC 13D  
July 21, 2008

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

**SCHEDULE 13D**

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

**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)

**Alexander Tolkach**

**Krasnoarmeiskaya str., 1**

**125993 Moscow**

**Russian Federation**

**+7 495 2218888**

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

**Copies to:**

Edgar Filing: Zyuzin Igor - Form SC 13D

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**Dmitrovsky pereulok 9**

**107031 Moscow**

**Russian Federation**

**+7 495 725 7900**

**July 21, 2008**

(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 §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. o

**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 ("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. RU000A0DKXV5; 583840103

1. Names 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  
205,384
  8. Shared Voting Power  
290,631,088
  9. Sole Dispositive Power  
205,384
  10. Shared Dispositive Power  
257,642,621
  11. Aggregate Amount Beneficially Owned by Each Reporting Person  
290,836,472
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
69.87%
  14. Type of Reporting Person (See Instructions)  
IN
- 

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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CUSIP No. RU000A0DKXV5; 583840103

1. Names 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)  
BK; 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  
159,115,475
  8. Shared Voting Power  
131,515,613
  9. Sole Dispositive Power  
136,807,028
  10. Shared Dispositive Power  
77,514,622
  11. Aggregate Amount Beneficially Owned by Each Reporting Person  
290,631,088
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
69.82%
  14. Type of Reporting Person (See Instructions)  
CO
- 

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

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CUSIP No. RU000A0DKXV5

1. Names of Reporting Persons  
I.R.S. Identification Nos. of above persons (entities only)  
Dalewave 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
- |   |     |                                 |
|---|-----|---------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 7.  | Sole Voting Power<br>27,500,000 |
|   | 8.  | Shared Voting Power<br>-0-      |
|   | 9.  | Sole Dispositive Power<br>-0-   |
|   | 10. | Shared Dispositive Power<br>-0- |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
27,500,000
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13. Percent of Class Represented by Amount in Row (11)  
6.61%
14. Type of Reporting Person (See Instructions)  
CO
-

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1. Names 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
- |   |     |                                      |
|---|-----|--------------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 7.  | Sole Voting Power<br>64,192,604      |
|   | 8.  | Shared Voting Power<br>-0-           |
|   | 9.  | Sole Dispositive Power<br>38,317,532 |
|   | 10. | Shared Dispositive Power<br>-0-      |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
64,192,604
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13. Percent of Class Represented by Amount in Row (11)  
15.42%
14. Type of Reporting Person (See Instructions)  
CO
-

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CUSIP No. RU000A0DKXV5

1. Names of Reporting Persons  
I.R.S. Identification Nos. of above persons (entities only)  
Arrowswift 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
- |   |     |                                   |
|---|-----|-----------------------------------|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 7.  | Sole Voting Power<br>39,823,009   |
|   | 8.  | Shared Voting Power<br>-0-        |
|   | 9.  | Sole Dispositive Power<br>625,919 |
|   | 10. | Shared Dispositive Power<br>-0-   |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
39,823,009
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13. Percent of Class Represented by Amount in Row (11)  
9.57%
14. Type of Reporting Person (See Instructions)  
CO
-

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CUSIP No. RU000A0DKXV5

1. Names 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
- |   |     |  |
|---|-----|--|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 7.  | Sole Voting Power<br>-0-               |
|   | 8.  | Shared Voting Power<br>64,192,604      |
|   | 9.  | Sole Dispositive Power<br>-0-          |
|   | 10. | Shared Dispositive Power<br>38,317,532 |
11. Aggregate Amount Beneficially Owned by Each Reporting Person  
64,192,604
12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
13. Percent of Class Represented by Amount in Row (11)  
15.42%
14. Type of Reporting Person (See Instructions)  
CO
-



**Item 1. Security and Issuer**

This statement on Schedule 13D (this Schedule 13D ) 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 ); Caldrige Limited, a limited company organized under the laws of the Republic of Cyprus ( Caldrige ); Dalewave Limited, a limited company organized under the laws of the Republic of Cyprus ( Dalewave ); Bellasis Holdings Limited, a limited company organized under the laws of the Republic of Cyprus ( Bellasis ); Arrowswift Limited, a limited company organized under the laws of the Republic of Cyprus ( Arrowswift ); and MetHol OOO, a limited liability company organized under the laws of the Russian Federation ( MetHol ) (collectively, the Reporting Persons ).

Mr. Zyuzin co-founded the Issuer in 2003 and has been the Issuer's chief executive officer since December 2006. Mr. Zyuzin is also a member 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.

Caldrige 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 Caldrige. The principal business office address of Caldrige is 3 Themistokli Dervi, Julia House, PC 1066, Nicosia, Republic of Cyprus. The names of the executive officers and directors of Caldrige, their addresses, citizenship and principal occupations are as follows:

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

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

**Name and Office Held**