

BPE IV (Non-Cdn)
Form 3/A
April 23, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | | |
|---|---|--|--|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â BCP GP Ltd</p> <p>(Last) (First) (Middle)</p> <p>C/O BROOKFIELD ASSET MANAGEMENT INC.,Â 181 BAY ST., STE. 300</p> <p>(Street)</p> <p>TORONTO,Â A6Â M5J2T3</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>04/18/2018</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>GRAFTECH INTERNATIONAL LTD [EAF]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>04/18/2018</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|--|---|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 302,225,923 | I | See Explanation of Responses ⁽¹⁾ <u>(2)</u> <u>(3)</u> |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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| Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) |
|------------------|-----------------|---------------------|----------------------------|------------------------------|---|
|------------------|-----------------|---------------------|----------------------------|------------------------------|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BCP GP Ltd C/O BROOKFIELD ASSET MANAGEMENT INC., 181 BAY ST., STE. 300 TORONTO, A6 M5J2T3 | Â X | Â X | Â | Â |
| Brookfield Capital Partners Ltd. C/O BROOKFIELD ASSET MANAGEMENT INC., 181 BAY ST., STE. 300 TORONTO, A6 M5J2T3 | Â X | Â X | Â | Â |
| BCP IV GrafTech Holdings L.P. C/O BROOKFIELD ASSET MANAGEMENT INC., 181 BAY ST., STE. 300 TORONTO, A6 M5J2T3 | Â X | Â X | Â | Â |
| BPE IV (Non-Cdn) C/O BROOKFIELD ASSET MANAGEMENT INC., 181 BAY ST., STE. 300 TORONTO, A6 M5J2T3 | Â X | Â X | Â | Â |

Signatures

| | |
|--|------------|
| BCP GP Limited Name: AJ Silber Title: Vice President | 04/23/2018 |
| __Signature of Reporting Person | Date |
| Brookfield Capital Partners Ltd. Name: AJ Silber Title: Officer | 04/23/2018 |
| __Signature of Reporting Person | Date |
| By: Brookfield Capital Partners Ltd., its general partner /s/ AJ Silber, Officer | 04/23/2018 |
| __Signature of Reporting Person | Date |
| By: BPE IV (Non-Cdn) GP LP, its general partner, By: Brookfield Capital Partners Ltd., its general partner, /s/ AJ Silber, Officer | 04/23/2018 |
| __Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) This Form 3 amendment is being filed to include BPE IV (Non-Cdn) GP LP as a Reporting Person, which is the general partner of BCP IV GrafTech Holdings LP.
- (2) Common Stock held directly by BCP IV GrafTech Holdings LP ("BCP IV"), a Delaware limited partnership.

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- (3) Each of the Reporting Persons, as an indirect parent of BCP IV, may be deemed to have an indirect pecuniary interest in an indeterminate portion of the shares of Common Stock that are directly beneficially owned by BCP IV. In accordance with Instruction 5(b)(iv), the entire amount of the Common Stock held by BCP IV is reported herein. Each of the Reporting Persons disclaims beneficial ownership of all shares of Common Stock that is beneficially owned by BCP IV, except to the extent of any indirect pecuniary interest therein.

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Remarks:

Ron A. Bloom and Denis A. Turcotte, Managing Partners of Brookfield Asset Management Inc., a

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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