

BUCYRUS INTERNATIONAL INC
Form SC 13G
February 26, 2010

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b), (c), AND (d)
AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(b)

(Amendment No.)*

Bucyrus International, Inc.
(Name of Issuer)

Common Stock, par value \$0.01 per share
(Title of Class of Securities)

118759109
(CUSIP Number)

February 19, 2010
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*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 the disclosures provided in a prior cover page.

The information required in 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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NAMES OF REPORTING PERSONS

1 Terex Corporation

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) "

(b) "

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware			
NUMBER OF			SOLE VOTING POWER
	5		
SHARES			5,809,731 shares of Common Stock (See Item 4)
			SHARED VOTING POWER
BENEFICIALLY	6		
		0	
OWNED BY EACH			SOLE DISPOSITIVE POWER
	7		
REPORTING			5,809,731 shares of Common Stock (See Item 4)
			SHARED DISPOSITIVE POWER
PERSON WITH	8		
		0	

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9 5,809,731 shares of Common Stock (See Item 4)

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES "

10 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11 7.2% (See Item 4)

TYPE OF REPORTING PERSON

12 CO

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Item 1(a). Name of Issuer:

Bucyrus International, Inc. (the "Issuer")

Item 1(b). Address of Issuer's Principal Executive Offices:

P.O. Box 500, 1100 Milwaukee Avenue
South Milwaukee, Wisconsin 53172

Items 2(a),
(b) and (c). Name of Person Filing, Address of Principal Business Office and Citizenship:

This Schedule 13G is being filed by Terex Corporation, a Delaware corporation (the "Reporting Person").

The mailing address of the Reporting Person is 200 Nyala Farm Road, Westport, Connecticut 06880.

Item 2(d). Title of Class of Securities:

Common Stock, par value \$0.01 per share (the "Common Stock")

Item 2(e). CUSIP Number:

118759109

Item 3. Not applicable

3.

Item 4. Ownership.

4.

(a) Amount beneficially owned:

5,809,731 shares of Common Stock

(b) Percent of class:

Based on 75,133,869 shares of Common Stock outstanding as of November 3, 2009 as indicated in the Issuer's Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2009, plus 5,809,731 shares of Common Stock issued to the Reporting Person pursuant to the terms of that certain Equity Agreement, dated January 15, 2010, between the Reporting Person and the Issuer, the Reporting Person holds approximately 7.2% of the issued and outstanding Common Stock of the Issuer.

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(c) Number of shares to which such person has:

(i) Sole power to vote or direct the vote: 5,809,731 shares of Common Stock

(ii) Shared power to vote or direct the vote: 0

(iii) Sole power to dispose or to direct the disposition of: 5,809,731 shares of Common Stock

(iv) Shared power to dispose or to direct the disposition of: 0

Item Ownership of Five Percent or Less of a Class.

5.

Not applicable

Item Ownership of More than Five Percent on Behalf of Another Person.

6.

Not applicable

Item Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent

7. Holding Company or Control Person.

Not applicable

Item Identification and Classification of Members of the Group.

8.

Not applicable

Item Notice of Dissolution of a Group.

9.

Not applicable

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated:

February 25, 2010

TEREX CORPORATION

By: /s/ Phillip C. Widman
Phillip C. Widman
Senior Vice President and Chief Financial
Officer
