

Mechel OAO  
Form 8-A12B  
May 07, 2010

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 8-A  
FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR (g) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Mechel OAO**

(Exact name of registrant as specified in its charter)

**Russian Federation**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**Not Applicable**  
(I.R.S. Employer  
Identification Number)

**Krasnoarmeyskaya 1  
Moscow 125993  
Russian Federation**

(Address, including Zip Code, of principal executive offices)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered	Name of each exchange on which each class is to be registered
<b>American Depositary Shares ( ADSs ), each representing one-half of a Preferred Share</b>	<b>New York Stock Exchange</b>
<b>Preferred Shares, par value 10 rubles per share</b>	<b>New York Stock Exchange*</b>

\* Not for trading,  
but only in  
connection with  
the listing of the  
ADSs on the  
New York  
Stock  
Exchange. Each  
ADS represents  
the right to  
receive one-half  
of a Preferred  
Share. The  
ADSs have been  
registered under  
the Securities  
Act of 1933, as  
amended,

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pursuant to a  
separate  
registration  
statement on  
Form F-6.

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box

Securities Act registration statement file number to which this form relates: **333-166309**

Securities to be registered pursuant to Section 12(g) of the Act: **None**

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**INFORMATION REQUIRED IN REGISTRATION STATEMENT**

**Item 1. Description of Registrant's Securities to be Registered.**

The description of the securities to be registered by this Form 8-A is hereby incorporated by reference to the descriptions that appear (i) under the captions "Description of Preferred Shares" and "Description of Preferred American Depositary Shares" in the prospectus dated April 26, 2010 included in the registrant's registration statement on Form F-3 (File No. 333-166309), as filed with the Securities and Exchange Commission (the "Commission") on April 27, 2010 and (ii) under "Item 10. Charter and Certain Requirements of Russian Legislation" in the registrant's annual report on Form 20-F (File No. 001-32328) for the year ended December 31, 2009, as filed with the Commission on April 26, 2010 (the "Annual Report").

**Item 2. Exhibits.**

**Exhibit No. Description**

1. Charter of Mechel OAO registered on February 20, 2007<sup>(1)</sup>
2. Amendment to Charter of Mechel OAO registered on August 27, 2007<sup>(2)</sup>
3. Amendment to Charter of Mechel OAO registered on May 7, 2008<sup>(3)</sup>
4. Amendment to Charter of Mechel OAO registered on May 29, 2008<sup>(4)</sup>
5. Amendment to Charter of Mechel OAO registered on May 7, 2009<sup>(5)</sup>
6. Amendment to Charter of Mechel OAO registered on July 17, 2009<sup>(6)</sup>
7. Amendment to Charter of Mechel OAO registered on August 24, 2009<sup>(7)</sup>
8. Amendment to Charter of Mechel OAO registered on January 27, 2010<sup>(8)</sup>

(1) Incorporated by reference to Exhibit 1.1 to the Annual Report.

(2) Incorporated by reference to Exhibit 1.2 to the Annual Report.

(3) Incorporated by reference to Exhibit 1.3 to the Annual Report.

(4) Incorporated by reference to

Exhibit 1.4 to  
the Annual  
Report.

- (5) Incorporated by  
reference to  
Exhibit 1.5 to  
the Annual  
Report.
- (6) Incorporated by  
reference to  
Exhibit 1.6 to  
the Annual  
Report.
- (7) Incorporated by  
reference to  
Exhibit 1.7 to  
the Annual  
Report.
- (8) Incorporated by  
reference to  
Exhibit 1.8 to  
the Annual  
Report.

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**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Mechel OAO

Date: May 7, 2010

By: /s/ Stanislav A. Ploschenko

Name: Stanislav A. Ploschenko

Title: Chief Financial Officer