

Edgar Filing: STEELCASE INC - Form SC 13G/A

STEELCASE INC  
Form SC 13G/A  
February 14, 2005

|                          |                   |
|--------------------------|-------------------|
| OMB APPROVAL             |                   |
| OMB Number:              | 3235-0145         |
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| hours per response.....  | 11                |

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(Amendment No. 6) \*

STEELCASE INC.

(Name of Issuer)

Class A Common Stock

(Title of Class of Securities)

858155203

(Cusip Number)

December 31, 2004

(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 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).

# Edgar Filing: STEELCASE INC - Form SC 13G/A

CUSIP No. 858155203

1. Name of Reporting Person:  
I.R.S. Identification Nos. of above persons (entities only):  
  
FIFTH THIRD BANCORP 31-0854434  
-----
2. Check the Appropriate Box if a Member of a Group:  
(a) ☒ [X]  
(b) ☐ [ ]  
-----
3. SEC Use Only:  
-----
4. Citizenship or Place of Organization:  
  
OHIO  
-----  
This report relates to beneficial holdings by Fifth Third Bancorp, through several of its subsidiaries, of outstanding shares of the Common Stock of the Issuer. The following tabulations set forth the shares with respect of which voting rights are held or shared and those shares to which there is dispositive power. The following are held in fiduciary accounts in Fifth Third Bancorp's subsidiaries and are deemed beneficially owned:  
  

|   |                              |                   |
|---|------------------------------|-------------------|
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON WITH | 5. Sole Voting Power:        | 22,609,715 shares |
|   | -----                        |                   |
|   | 6. Shared Voting Power:      | 29,753,270 shares |
|   | -----                        |                   |
|   | 7. Sole Dispositive Power:   | 22,274,715 shares |
|   | -----                        |                   |
|   | 8. Shared Dispositive Power: | 41,573,027 shares |
|   | -----                        |                   |
9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
  
73,449,929  
-----
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:  
  
[ ]  
-----
11. Percent of Class Represented by Amount in Row (9):  
  
59.0%  
-----
12. Type of Reporting Person:  
  
HC  
-----

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1. Name of Reporting Person:  
I.R.S. Identification Nos. of above persons (entities only):  
  
FIFTH THIRD BANK - a Michigan Banking Corporation 31-0854434  
-----
2. Check the Appropriate Box if a Member of a Group:  
(a) ☒ [X]  
(b) ☐ [ ]  
  
-----
3. SEC Use Only:  
  
-----
4. Citizenship or Place of Organization:  
  
MICHIGAN  
-----  
This report relates to beneficial holdings by Fifth Third Bancorp, through several of its subsidiaries, of outstanding shares of the Common Stock of the Issuer. The following tabulations set forth the shares with respect of which voting rights are held or shared and those shares to which there is dispositive power. The following are held in fiduciary accounts in Fifth Third Bancorp's subsidiaries and are deemed beneficially owned:  
  

|   |                              |                   |
|---|------------------------------|-------------------|
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON WITH | 5. Sole Voting Power:        | 22,609,715 shares |
|   | -----                        | -----             |
|   | 6. Shared Voting Power:      | 29,753,270 shares |
|   | -----                        | -----             |
|   | 7. Sole Dispositive Power:   | 22,274,715 shares |
|   | -----                        | -----             |
|   | 8. Shared Dispositive Power: | 41,573,027 shares |
|   | -----                        | -----             |
9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
73,449,929  
-----
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:  
[ ]  
-----
11. Percent of Class Represented by Amount in Row (9):  
59.0%  
-----
12. Type of Reporting Person:  
BK  
-----

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ITEM 1(a). NAME OF ISSUER:

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Steelcase Inc.

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

901 44th Street SE  
Grand Rapids, Michigan 49508

ITEM 2(a). NAME OF PERSON FILING:

(1) Fifth Third Bancorp  
(2) Fifth Third Bank - a Michigan Banking Corporation

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

(1) Fifth Third Center, Cincinnati, Ohio 45263  
(2) 111 Lyon Street NW, Grand Rapids, Michigan 49503

ITEM 2(c). CITIZENSHIP:

(1) Ohio  
(2) Michigan

ITEM 2(d). TITLE OF CLASS OF SECURITIES:

Class A Common Stock

ITEM 2(e). CUSIP NUMBER:

858155203

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ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13D-1(b), OR 13D-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

(a) ☐ Broker or dealer registered under Section 15 of the Act;

(b) ☐ Bank as defined in Section 3(a)(6) of the Act;

(c) ☐ Insurance company as defined in Section 3(a)(19) of the Act;

(d) ☐ Investment company registered under Section 8 of the Investment Company Act;

(e) ☐ Investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);

(f) ☐ Employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);

(g) ☒ Parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);

(h) ☐ Savings association as defined in Section 3(b) of

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the Federal Deposit Insurance Act;

(i) ☐ Church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;

(j) ☐ Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

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ITEM 4. OWNERSHIP

This report relates to beneficial holdings by Fifth Third Bancorp, through several of its subsidiaries, of outstanding shares of the Common Stock of the Issuer. The following tabulations set forth the shares with respect of which voting rights are held or shared and those shares to which there is dispositive power. The following are held in fiduciary accounts in Fifth Third Bancorp's subsidiaries and are deemed beneficially owned:

|       |   |                   |
|-------|---|-------------------|
| (a)   | Amount Beneficially Owned:                              | 73,449,929 shares |
| (b)   | Percent of Class:                                       | 59.0%             |
| (c)   | Number of shares as to which such person has:           |                   |
| (i)   | Sole power to vote or to direct the vote                | 22,609,715 shares |
| (ii)  | Shared power to vote or to direct the vote              | 29,753,270 shares |
| (iii) | Sole power to dispose or to direct the disposition of   | 22,274,715 shares |
| (iv)  | Shared power to dispose or to direct the disposition of | 41,573,027 shares |

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following ☐.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

The securities covered by this Schedule are held in trust, agency or custodial capacities by Fifth Third Bank. These trust, agency or custodial accounts receive the dividends from, or the proceeds from the sale of, such securities.

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- ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH  
ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING  
COMPANY
- Fifth Third Bank, a Michigan Banking Corporation of Fifth Third  
Bancorp.
- ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP
- Not Applicable
- ITEM 9. NOTICE OF DISSOLUTION OF GROUP
- Not Applicable

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- ITEM 10. CERTIFICATIONS
- By signing below I certify that, to the best of my knowledge and  
belief, the securities referred to above were acquired and are  
held in the ordinary course of business and 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.

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

Fifth Third Bancorp

/s/ Neal E. Arnold

February 14, 2005

-----  
Executive Vice President, CFO  
Fifth Third Bancorp

Today's Date

