

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 8)\*

Schnitzer Steel Industries, Inc.

(Name of Issuer)

Class A Common Stock, \$1 par value

(Title of Class of Securities)

806882 10 6

(CUSIP Number)

NA

(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)
- /x/ 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).

- (1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Manuel Schnitzer

- (2) Check the Appropriate Box if a Member of a Group\* (a) /x/ (b) //

- (3) SEC Use Only

- (4) Citizenship or Place of Organization

U.S.

---

(6) Shared Voting Power

3,587,608

---

(7) Sole Dispositive Power

306,014

---

(8) Shared Dispositive Power

0

---

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,587,608

---

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

---

(11) Percent of Class Represented by Amount in Row (9)

39.4%

---

(12) Type of Reporting Person (See Instructions)

IN

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(1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Carol S. Lewis

---

(2) Check the Appropriate Box if a Member of a Group\*

(a) /x/  
(b) //

---

(3) SEC Use Only

---

(4) Citizenship or Place of Organization

U.S.

---

Number of Shares Beneficially Owned by Each Reporting Person With:

(5) Sole Voting Power

1,000

---

(6) Shared Voting Power

3,647,608

---

(7) Sole Dispositive Power

129,323

---

(8) Shared Dispositive Power

60,000

---

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,648,608

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

(11) Percent of Class Represented by Amount in Row (9)

40.1%

(12) Type of Reporting Person (See Instructions)

IN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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(1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Emanuel Rose

(2) Check the Appropriate Box if a Member of a Group\*

(a) /x/  
(b) //

(3) SEC Use Only

(4) Citizenship or Place of Organization

U.S.

Number of Shares Beneficially Owned by Each Reporting Person With:

(5) Sole Voting Power

700

(6) Shared Voting Power

3,587,608

(7) Sole Dispositive Power

33,161

(8) Shared Dispositive Power

0

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,588,308

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

(11) Percent of Class Represented by Amount in Row (9)

39.4%

(12) Type of Reporting Person (See Instructions)

IN

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- (1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Kathleen Lewis

- (2) Check the Appropriate Box if a Member of a Group\*

(a) /x/

(b) / /

- (3) SEC Use Only

- (4) Citizenship or Place of Organization

U.S.

Number of Shares Beneficially Owned by Each Reporting Person With:

- (5) Sole Voting Power

0

- (6) Shared Voting Power

3,587,608

- (7) Sole Dispositive Power

67,828

- (8) Shared Dispositive Power

0

- (9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,587,608

- (10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) / /

- (11) Percent of Class Represented by Amount in Row (9)

39.4%

- (12) Type of Reporting Person (See Instructions)

IN

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- (1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Marilyn S. Easly

(2)	Check the Appropriate Box if a Member of a Group*	(a) /x/ (b) / /
(3)	SEC Use Only	
(4)	Citizenship or Place of Organization  U.S.	
Number of Shares Beneficially Owned by Each Reporting Person With:		
(5)	Sole Voting Power	536
(6)	Shared Voting Power	3,629,918
(7)	Sole Dispositive Power	237,304
(8)	Shared Dispositive Power	42,310
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person  3,630,454	
(10)	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) / /	
(11)	Percent of Class Represented by Amount in Row (9)  39.9%	
(12)	Type of Reporting Person (See Instructions)  IN	

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

(1)	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).  David S. Easley	
(2)	Check the Appropriate Box if a Member of a Group*	(a) /x/ (b) / /
(3)	SEC Use Only	
(4)	Citizenship or Place of Organization  U.S.	

Number of Shares Beneficially Owned by Each Reporting Person With:	(5)	Sole Voting Power	0
	(6)	Shared Voting Power	3,587,608
	(7)	Sole Dispositive Power	54,933
	(8)	Shared Dispositive Power	3,633
<hr/>			
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person		3,587,608
<hr/>			
(10)	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)    / /		
<hr/>			
(11)	Percent of Class Represented by Amount in Row (9)		39.4%
<hr/>			
(12)	Type of Reporting Person (See Instructions)		IN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

(1)	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).	
	Danielle Easly Nye	
(2)	Check the Appropriate Box if a Member of a Group*	(a) /x/ (b) / /
(3)	SEC Use Only	
(4)	Citizenship or Place of Organization	
	U.S.	

Number of Shares Beneficially Owned by Each Reporting Person With:	(5)	Sole Voting Power	0
	(6)	Shared Voting Power	3,587,608
	(7)	Sole Dispositive Power	46,951
	(8)	Shared Dispositive Power	

---

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,587,608

---

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

---

(11) Percent of Class Represented by Amount in Row (9)

39.4%

---

(12) Type of Reporting Person (See Instructions)

IN

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(1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Sean M. Easly

---

(2) Check the Appropriate Box if a Member of a Group\*

(a) /x/

(b) //

---

(3) SEC Use Only

---

(4) Citizenship or Place of Organization

U.S.

---

Number of Shares Beneficially Owned by Each Reporting Person With:

(5) Sole Voting Power

0

---

(6) Shared Voting Power

3,587,608

---

(7) Sole Dispositive Power

37,306

---

(8) Shared Dispositive Power

0

---

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,587,608

---

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

---

(11) Percent of Class Represented by Amount in Row (9)

39.4%

---

(12) Type of Reporting Person (See Instructions)

IN

**\* SEE INSTRUCTIONS BEFORE FILLING OUT!**

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(1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).  
  
Gilbert Schnitzer

(2) Check the Appropriate Box if a Member of a Group\* (a) /x/  
(b) / /

(3) SEC Use Only

(4) Citizenship or Place of Organization  
  
U.S.

Number of Shares Beneficially Owned by Each Reporting Person With:	(5) Sole Voting Power
	0
	(6) Shared Voting Power
	3,672,958
	(7) Sole Dispositive Power
	0
	(8) Shared Dispositive Power
	558,735

(9) Aggregate Amount Beneficially Owned by Each Reporting Person  
  
3,672,958

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) / /

(11) Percent of Class Represented by Amount in Row (9)  
  
40.4%

(12) Type of Reporting Person (See Instructions)  
  
IN

**\* SEE INSTRUCTIONS BEFORE FILLING OUT!**

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(1)	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).	
	Thelma S. Schnitzer	
(2)	Check the Appropriate Box if a Member of a Group*	(a) /x/ (b) / /
(3)	SEC Use Only	
(4)	Citizenship or Place of Organization  U.S.	
Number of Shares Beneficially Owned by Each Reporting Person With:		
(5)	Sole Voting Power	0
(6)	Shared Voting Power	3,672,958
(7)	Sole Dispositive Power	0
(8)	Shared Dispositive Power	558,735
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person	3,672,958
(10)	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)	/ /
(11)	Percent of Class Represented by Amount in Row (9)	40.4%
(12)	Type of Reporting Person (See Instructions)	IN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

(1)	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).	
	Gary Schnitzer	
(2)	Check the Appropriate Box if a Member of a Group*	(a) /x/ (b) / /
(3)	SEC Use Only	

(4)	Citizenship or Place of Organization
	U.S.

---

Number of Shares Beneficially Owned by Each Reporting Person With:	(5)	Sole Voting Power
		96,109
	(6)	Shared Voting Power
		3,677,608
	(7)	Sole Dispositive Power
		216,178
	(8)	Shared Dispositive Power
		90,000

---

(9)	Aggregate Amount Beneficially Owned by Each Reporting Person
	3,773,717

---

(10)	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)	//
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---

(11)	Percent of Class Represented by Amount in Row (9)
	41.0%

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(12)	Type of Reporting Person (See Instructions)
	IN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

(1)	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).
	Gregory Schnitzer

---

(2)	Check the Appropriate Box if a Member of a Group*	(a) /x/ (b) //
-----	---	-------------------

---

(3)	SEC Use Only
-----	--------------

---

(4)	Citizenship or Place of Organization
	U.S.

Number of Shares Beneficially Owned by Each Reporting Person With:	(5)	Sole Voting Power
		28,000
	(6)	Shared Voting Power
		3,587,608
	(7)	Sole Dispositive Power

(8) Shared Dispositive Power

0

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,615,608

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

(11) Percent of Class Represented by Amount in Row (9)

39.7%

(12) Type of Reporting Person (See Instructions)

IN

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(1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Kenneth M. Novack

(2) Check the Appropriate Box if a Member of a Group\*

(a) /x/  
(b) //

(3) SEC Use Only

(4) Citizenship or Place of Organization

U.S.

Number of Shares Beneficially Owned by Each Reporting Person With:

(5) Sole Voting Power

16,688

(6) Shared Voting Power

3,671,958

(7) Sole Dispositive Power

16,688

(8) Shared Dispositive Power

269,759

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,688,646

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

(11)	Percent of Class Represented by Amount in Row (9)
	40.5%
(12)	Type of Reporting Person (See Instructions)
	IN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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(1)	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).	
	Deborah S. Novack	
(2)	Check the Appropriate Box if a Member of a Group*	(a) /x/ (b) / /
(3)	SEC Use Only	
(4)	Citizenship or Place of Organization	
	U.S.	

Number of Shares Beneficially Owned by Each Reporting Person With:	(5)	Sole Voting Power
		0
	(6)	Shared Voting Power
		3,761,958
	(7)	Sole Dispositive Power
		0
	(8)	Shared Dispositive Power
		359,759

(9)	Aggregate Amount Beneficially Owned by Each Reporting Person
	3,761,958
(10)	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) / /

(11)	Percent of Class Represented by Amount in Row (9)
	41.3%
(12)	Type of Reporting Person (See Instructions)
	IN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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(1)	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).		
	Melanie A. Novack		
(2)	Check the Appropriate Box if a Member of a Group*	(a)	/x/
		(b)	//
(3)	SEC Use Only		
(4)	Citizenship or Place of Organization		
	U.S.		
Number of Shares Beneficially Owned by Each Reporting Person With:		(5)	Sole Voting Power
			0
		(6)	Shared Voting Power
			3,587,608
		(7)	Sole Dispositive Power
			0
		(8)	Shared Dispositive Power
			0
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person		
	3,587,608		
(10)	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //		
(11)	Percent of Class Represented by Amount in Row (9)		
	39.4%		
(12)	Type of Reporting Person (See Instructions)		
	IN		

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

(1)	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).		
	Leonard Schnitzer		
(2)	Check the Appropriate Box if a Member of a Group*	(a)	/x/
		(b)	//

(3) SEC Use Only

(4) Citizenship or Place of Organization

U.S.

Number of Shares Beneficially Owned by Each Reporting Person With:

(5) Sole Voting Power

128,423

(6) Shared Voting Power

3,603,318

(7) Sole Dispositive Power

128,423

(8) Shared Dispositive Power

458,282

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,731,741

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

(11) Percent of Class Represented by Amount in Row (9)

40.4%

(12) Type of Reporting Person (See Instructions)

IN

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(1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Lois T. Schnitzer

(2) Check the Appropriate Box if a Member of a Group\*

(a) /x/  
(b) //

(3) SEC Use Only

(4) Citizenship or Place of Organization

U.S.

Number of Shares Beneficially Owned by Each Reporting Person With:

(5) Sole Voting Power

0

(6) Shared Voting Power

		3,657,018
(7)	Sole Dispositive Power	
		0
(8)	Shared Dispositive Power	
		269,475
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person	
		3,657,018
(10)	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)	//
(11)	Percent of Class Represented by Amount in Row (9)	
		40.2%
(12)	Type of Reporting Person (See Instructions)	
		IN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

(1)	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).	
	Rita S. Philip	
(2)	Check the Appropriate Box if a Member of a Group*	(a) /x/ (b) //
(3)	SEC Use Only	
(4)	Citizenship or Place of Organization	
	U.S.	
Number of Shares Beneficially Owned by Each Reporting Person With:		
(5)	Sole Voting Power	
		0
(6)	Shared Voting Power	
		3,591,608
(7)	Sole Dispositive Power	
		0
(8)	Shared Dispositive Power	
		164,151
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person	
		3,591,608

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

(11) Percent of Class Represented by Amount in Row (9)  
39.5%

(12) Type of Reporting Person (See Instructions)  
IN

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(1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).  
  
Robert W. Philip

(2) Check the Appropriate Box if a Member of a Group\* (a) /x/  
(b) //

(3) SEC Use Only

(4) Citizenship or Place of Organization  
U.S.

Number of Shares Beneficially Owned by Each Reporting Person With:

(5) Sole Voting Power  
158,163

(6) Shared Voting Power  
3,591,608

(7) Sole Dispositive Power  
158,163

(8) Shared Dispositive Power  
127,700

(9) Aggregate Amount Beneficially Owned by Each Reporting Person  
3,749,771

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

(11) Percent of Class Represented by Amount in Row (9)  
40.5%

(12) Type of Reporting Person (See Instructions)  
IN

**\* SEE INSTRUCTIONS BEFORE FILLING OUT!**



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- (1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Michele Babette Philip

- (2) Check the Appropriate Box if a Member of a Group\*

(a) /x/  
(b) //

- (3) SEC Use Only

- (4) Citizenship or Place of Organization

U.S.

Number of Shares Beneficially Owned by Each Reporting Person With:

- (5) Sole Voting Power

1,500

- (6) Shared Voting Power

3,587,608

- (7) Sole Dispositive Power

9,827

- (8) Shared Dispositive Power

0

- (9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,589,108

- (10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

- (11) Percent of Class Represented by Amount in Row (9)

39.4%

- (12) Type of Reporting Person (See Instructions)

IN

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- (1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Gayle S. Romain

- (2) Check the Appropriate Box if a Member of a Group\*

(a) /x/  
(b) //

(3)	SEC Use Only
(4)	Citizenship or Place of Organization  U.S.
Number of Shares Beneficially Owned by Each Reporting Person With:	(5) Sole Voting Power  300
	(6) Shared Voting Power  3,657,408
	(7) Sole Dispositive Power  110,947
	(8) Shared Dispositive Power  213,167
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person  3,657,708
(10)	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //
(11)	Percent of Class Represented by Amount in Row (9)  40.2%
(12)	Type of Reporting Person (See Instructions)  IN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

(1)	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).  Laura H. Rosencrantz
(2)	Check the Appropriate Box if a Member of a Group*  (a) /x/ (b) //
(3)	SEC Use Only
(4)	Citizenship or Place of Organization  U.S.
Number of Shares Beneficially Owned by Each Reporting Person With:	(5) Sole Voting Power  0

(6) Shared Voting Power

3,587,608

(7) Sole Dispositive Power

6,108

(8) Shared Dispositive Power

0

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,587,608

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

(11) Percent of Class Represented by Amount in Row (9)

39.4%

(12) Type of Reporting Person (See Instructions)

IN

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(1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Bryan L. Rosencrantz

(2) Check the Appropriate Box if a Member of a Group\*

(a) /x/  
(b) //

(3) SEC Use Only

(4) Citizenship or Place of Organization

U.S.

Number of Shares Beneficially Owned by Each Reporting Person With:

(5) Sole Voting Power

100

(6) Shared Voting Power

3,587,608

(7) Sole Dispositive Power

6,208

(8) Shared Dispositive Power

0

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,587,708

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

(11) Percent of Class Represented by Amount in Row (9)

39.4%

(12) Type of Reporting Person (See Instructions)

IN

**\* SEE INSTRUCTIONS BEFORE FILLING OUT!**

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(1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Sandra Lee Schnitzer

(2) Check the Appropriate Box if a Member of a Group\*

(a) /x/  
(b) //

(3) SEC Use Only

(4) Citizenship or Place of Organization

U.S.

Number of Shares Beneficially Owned by Each Reporting Person With:

(5) Sole Voting Power

2,600

(6) Shared Voting Power

3,617,608

(7) Sole Dispositive Power

125,464

(8) Shared Dispositive Power

30,000

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,620,208

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

(11) Percent of Class Represented by Amount in Row (9)

39.8%

(12) Type of Reporting Person (See Instructions)

IN

**\* SEE INSTRUCTIONS BEFORE FILLING OUT!**

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- (1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Mardi S. Schnitzer

- (2) Check the Appropriate Box if a Member of a Group\*

(a) /x/

(b) / /

- (3) SEC Use Only

- (4) Citizenship or Place of Organization

U.S.

Number of Shares Beneficially Owned by Each Reporting Person With:

- (5) Sole Voting Power

600

- (6) Shared Voting Power

3,617,608

- (7) Sole Dispositive Power

600

- (8) Shared Dispositive Power

176,588

- (9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,618,208

- (10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) / /

- (11) Percent of Class Represented by Amount in Row (9)

39.8%

- (12) Type of Reporting Person (See Instructions)

IN

**\* SEE INSTRUCTIONS BEFORE FILLING OUT!**

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CUSIP No. 806882 10 6

**13G**

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- (1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Jill Schnitzer Edelson

(2)	Check the Appropriate Box if a Member of a Group*	(a) /x/ (b) / /
(3)	SEC Use Only	
(4)	Citizenship or Place of Organization	
	U.S.	
Number of Shares Beneficially Owned by Each Reporting Person With:	(5) Sole Voting Power	
	100	
	(6) Shared Voting Power	
	3,592,308	
	(7) Sole Dispositive Power	
	100	
	(8) Shared Dispositive Power	
	171,439	
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person	
	3,592,408	
(10)	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) / /	
(11)	Percent of Class Represented by Amount in Row (9)	
	39.5%	
(12)	Type of Reporting Person (See Instructions)	
	IN	

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

(1)	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).	
	Richard H. Edelson	
(2)	Check the Appropriate Box if a Member of a Group*	(a) /x/ (b) / /
(3)	SEC Use Only	
(4)	Citizenship or Place of Organization	
	U.S.	

Number of Shares Beneficially Owned by Each Reporting Person With:	(5)	Sole Voting Power	0
	(6)	Shared Voting Power	3,592,308
	(7)	Sole Dispositive Power	0
	(8)	Shared Dispositive Power	110,888
<hr/>			
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person		3,592,308
<hr/>			
(10)	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)    / /		
<hr/>			
(11)	Percent of Class Represented by Amount in Row (9)		39.5%
<hr/>			
(12)	Type of Reporting Person (See Instructions)		IN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

(1)	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).  Dina S. Meier		
(2)	Check the Appropriate Box if a Member of a Group*	(a) /x/	(b) / /
(3)	SEC Use Only		
(4)	Citizenship or Place of Organization  U.S.		

Number of Shares Beneficially Owned by Each Reporting Person With:	(5)	Sole Voting Power	0
	(6)	Shared Voting Power	3,588,908
	(7)	Sole Dispositive Power	0
	(8)	Shared Dispositive Power	

---

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,588,908

---

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

---

(11) Percent of Class Represented by Amount in Row (9)

39.4%

---

(12) Type of Reporting Person (See Instructions)

IN

---

**\* SEE INSTRUCTIONS BEFORE FILLING OUT!**

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---

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**13G**

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---

(1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Jean S. Reynolds

---

(2) Check the Appropriate Box if a Member of a Group\*

(a) /x/

(b) //

---

(3) SEC Use Only

---

(4) Citizenship or Place of Organization

U.S.

---

Number of Shares Beneficially Owned by Each Reporting Person With:

(5) Sole Voting Power

0

---

(6) Shared Voting Power

3,637,608

---

(7) Sole Dispositive Power

0

---

(8) Shared Dispositive Power

274,343

---

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,637,608

---

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

---

(11) Percent of Class Represented by Amount in Row (9)

40.0%

---



(12) Type of Reporting Person (See Instructions)

IN

**\*SEE INSTRUCTIONS BEFORE FILLING OUT!**

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CUSIP No. 806882 10 6

13G

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(1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).  
  
Alan Scott Davis

(2) Check the Appropriate Box if a Member of a Group\* (a) /x/  
(b) / /

(3) SEC Use Only

(4) Citizenship or Place of Organization  
  
U.S.

Number of Shares Beneficially Owned by Each Reporting Person With:	(5) Sole Voting Power
	0
	(6) Shared Voting Power
	3,587,608
	(7) Sole Dispositive Power
	9,332
	(8) Shared Dispositive Power
	0

(9) Aggregate Amount Beneficially Owned by Each Reporting Person  
  
3,587,608

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) / /

(11) Percent of Class Represented by Amount in Row (9)  
  
39.4%

(12) Type of Reporting Person (See Instructions)  
  
IN

**\* SEE INSTRUCTIONS BEFORE FILLING OUT!**

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CUSIP No. 806882 10 6

13G

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(1)	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).	
	N. Dickson Davis	
(2)	Check the Appropriate Box if a Member of a Group*	(a) /x/ (b) / /
(3)	SEC Use Only	
(4)	Citizenship or Place of Organization  U.S.	
Number of Shares Beneficially Owned by Each Reporting Person With:		
(5)	Sole Voting Power	0
(6)	Shared Voting Power	3,587,608
(7)	Sole Dispositive Power	3,000
(8)	Shared Dispositive Power	0
(9)	Aggregate Amount Beneficially Owned by Each Reporting Person	3,587,608
(10)	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)	/ /
(11)	Percent of Class Represented by Amount in Row (9)	39.4%
(12)	Type of Reporting Person (See Instructions)	IN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

(1)	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).	
	Samantha Paige Davis	
(2)	Check the Appropriate Box if a Member of a Group*	(a) /x/ (b) / /
(3)	SEC Use Only	

(4)	Citizenship or Place of Organization
	U.S.

---

Number of Shares Beneficially Owned by Each Reporting Person With:	(5)	Sole Voting Power
		0
	(6)	Shared Voting Power
		3,587,608
	(7)	Sole Dispositive Power
		15,863
(8)	Shared Dispositive Power	
		0

---

(9)	Aggregate Amount Beneficially Owned by Each Reporting Person
	3,587,608

---

(10)	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)	//
------	---	----

---

(11)	Percent of Class Represented by Amount in Row (9)
	39.4%

---

(12)	Type of Reporting Person (See Instructions)
	IN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

(1)	Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).
	Dori Schnitzer

---

(2)	Check the Appropriate Box if a Member of a Group*	(a) /x/
		(b) //

---

(3)	SEC Use Only
-----	--------------

---

(4)	Citizenship or Place of Organization
	U.S.

---

Number of Shares Beneficially Owned by Each Reporting Person With:	(5)	Sole Voting Power
		0
	(6)	Shared Voting Power
		3,662,608
(7)	Sole Dispositive Power	

380,463

(8) Shared Dispositive Power

202,005

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,662,608

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

(11) Percent of Class Represented by Amount in Row (9)

40.2%

(12) Type of Reporting Person (See Instructions)

IN

**\* SEE INSTRUCTIONS BEFORE FILLING OUT!**

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CUSIP No. 806882 10 6**13G**

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(1) Names of Reporting Persons.  
I.R.S. Identification Nos. of above persons (entities only).

Susan Schnitzer

(2) Check the Appropriate Box if a Member of a Group\*

(a) /x/  
(b) //

(3) SEC Use Only

(4) Citizenship or Place of Organization

U.S.

Number of Shares Beneficially Owned by Each Reporting Person With:

(5) Sole Voting Power

0

(6) Shared Voting Power

3,662,608

(7) Sole Dispositive Power

245,716

(8) Shared Dispositive Power

75,001

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

3,662,608

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) //

(11)	Percent of Class Represented by Amount in Row (9)
	40.2%
(12)	Type of Reporting Person (See Instructions)
	IN

**\* SEE INSTRUCTIONS BEFORE FILLING OUT!**

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Item 1(a).	<i>Name of Issuer</i>																																		
	Schnitzer Steel Industries, Inc. (the "Company")																																		
Item 1(b).	<i>Address of Issuer's Principal Executive Offices</i>																																		
	3200 NW Yeon Avenue Portland, OR 97210																																		
Item 2(a).	<i>Names of Persons Filing</i>																																		
	<table> <tr> <td>Manuel Schnitzer</td><td>Rita S. Philip</td></tr> <tr> <td>Carol S. Lewis</td><td>Robert W. Philip</td></tr> <tr> <td>Emanuel Rose</td><td>Michele Babette Philip</td></tr> <tr> <td>Kathleen Lewis</td><td>Gayle S. Romain</td></tr> <tr> <td>Marilyn S. Easley</td><td>Laura H. Rosencrantz</td></tr> <tr> <td>David S. Easley</td><td>Bryan L. Rosencrantz</td></tr> <tr> <td>Danielle Easley Nye</td><td>Sandra Lee Schnitzer</td></tr> <tr> <td>Sean M. Easley</td><td>Mardi S. Schnitzer</td></tr> <tr> <td>Gilbert Schnitzer</td><td>Jill Schnitzer Edleson</td></tr> <tr> <td>Thelma S. Schnitzer</td><td>Richard H. Edelson</td></tr> <tr> <td>Gary Schnitzer</td><td>Dina S. Meier</td></tr> <tr> <td>Gregory Schnitzer</td><td>Jean S. Reynolds</td></tr> <tr> <td>Kenneth M. Novack</td><td>Alan Scott Davis</td></tr> <tr> <td>Deborah S. Novack</td><td>N. Dickson Davis</td></tr> <tr> <td>Melanie A. Novack</td><td>Samantha Paige Davis</td></tr> <tr> <td>Leonard Schnitzer</td><td>Dori Schnitzer</td></tr> <tr> <td>Lois T. Schnitzer</td><td>Susan Schnitzer</td></tr> </table>	Manuel Schnitzer	Rita S. Philip	Carol S. Lewis	Robert W. Philip	Emanuel Rose	Michele Babette Philip	Kathleen Lewis	Gayle S. Romain	Marilyn S. Easley	Laura H. Rosencrantz	David S. Easley	Bryan L. Rosencrantz	Danielle Easley Nye	Sandra Lee Schnitzer	Sean M. Easley	Mardi S. Schnitzer	Gilbert Schnitzer	Jill Schnitzer Edleson	Thelma S. Schnitzer	Richard H. Edelson	Gary Schnitzer	Dina S. Meier	Gregory Schnitzer	Jean S. Reynolds	Kenneth M. Novack	Alan Scott Davis	Deborah S. Novack	N. Dickson Davis	Melanie A. Novack	Samantha Paige Davis	Leonard Schnitzer	Dori Schnitzer	Lois T. Schnitzer	Susan Schnitzer
Manuel Schnitzer	Rita S. Philip																																		
Carol S. Lewis	Robert W. Philip																																		
Emanuel Rose	Michele Babette Philip																																		
Kathleen Lewis	Gayle S. Romain																																		
Marilyn S. Easley	Laura H. Rosencrantz																																		
David S. Easley	Bryan L. Rosencrantz																																		
Danielle Easley Nye	Sandra Lee Schnitzer																																		
Sean M. Easley	Mardi S. Schnitzer																																		
Gilbert Schnitzer	Jill Schnitzer Edleson																																		
Thelma S. Schnitzer	Richard H. Edelson																																		
Gary Schnitzer	Dina S. Meier																																		
Gregory Schnitzer	Jean S. Reynolds																																		
Kenneth M. Novack	Alan Scott Davis																																		
Deborah S. Novack	N. Dickson Davis																																		
Melanie A. Novack	Samantha Paige Davis																																		
Leonard Schnitzer	Dori Schnitzer																																		
Lois T. Schnitzer	Susan Schnitzer																																		
Item 2(b).	<i>Address of Principal Business Office or, if none, Residence</i>																																		
	For all Reporting Persons:  3200 NW Yeon Avenue Portland, OR 97210																																		
Item 2(c).	<i>Citizenship or Place of Organization</i>																																		
	Each individual listed in Item 2(a) is a citizen of the United States.																																		
Item 2(d).	<i>Title of Class of Securities</i>																																		
	Class A Common Stock, \$1 par value																																		
Item 2(e).	<i>CUSIP NUMBER</i>																																		
	806882 10 6																																		
Item 3.	<i>Type of Reporting Person</i>																																		
	Inapplicable																																		

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Item 4.	<i>Ownership</i>
	Pursuant to the terms of the Schnitzer Steel Industries, Inc. Restated Voting Trust and Buy-Sell Agreement dated March 26, 2001 (the "Schnitzer Trust Agreement"), the beneficial owners of 3,587,608 shares of Class B Common Stock of the Company have contributed those shares to the Schnitzer Steel Industries, Inc. Voting Trust (the "Schnitzer Trust"). The Schnitzer Trust is divided into four separate groups, one for each branch of the Schnitzer family. Carol S. Lewis, Dori Schnitzer, Gary Schnitzer, and Rita S. Philip are the four trustees of the Schnitzer Trust, and each is also the separate trustee for his or her separate family group. Pursuant to the Schnitzer Trust Agreement,

the trustees as a group have the power to vote the shares held in the Schnitzer Trust and, in determining how the trust shares will be voted, each trustee separately has the number of votes equal to the number of shares held in trust for his or her family group.

The Reporting Persons are all beneficial owners of shares of Class B Common Stock contributed to the Schnitzer Trust. Each share of Class B Common Stock is convertible into one share of Class A Common Stock.

See Items 5 through 9 and 11 of the Cover Pages for the beneficial ownership of Class A Common Stock by each Reporting Person. All of the shares of Class A Common Stock reported in Items 5 through 9 and 11 of the Cover Pages are shares which may be acquired upon conversion of Class B Common Stock, except for the following shares of Class A Common Stock that are actually owned or subject to exercisable options:

	Reporting Person	Class A Common Stock Actually Owned	Percent of Class	Sole Voting Power	Shared Voting Power	Sole Dispositive Power	Shared Dispositive Power
1.	Carol S. Lewis	1,000	0.0	1,000	0	1,000	0
2.	Marilyn S. Easley	536	0.0	536	0	536	0
3.	Gilbert Schnitzer	85,350	1.8	0	85,350	0	85,350
4.	Thelma S. Schnitzer	85,350	1.8	0	85,350	0	85,350
5.	Gary Schnitzer	96,109(1)	2.0	96,109(1)	0	96,109(1)	0
6.	Gregory Schnitzer	28,000	0.6	28,000	0	28,000	0
7.	Kenneth M. Novack	101,038(2)	2.1	16,688(2)	84,350	16,688(2)	84,350
8.	Deborah S. Novack	84,350	1.8	0	84,350	0	84,350
9.	Leonard Schnitzer	144,133(3)	2.9	128,423(3)	15,710	128,423(3)	15,710
10.	Lois T. Schnitzer	9,410	0.2	0	9,410	0	9,410
11.	Rita S. Philip	4,000	0.1	0	4,000	0	4,000
12.	Robert W. Philip	162,163(4)	3.3	158,163(4)	4,000	158,163	4,000
13.	Michele Babette Philip	1,500	0.0	1,500	0	1,500	0
14.	Gayle S. Romain	40,100	0.8	300	39,800	300	39,800
15.	Bryan L. Rosencrantz	100	0.0	100	0	100	0
16.	Sandra Lee Schnitzer	2,600	0.1	2,600	0	2,600	0
17.	Mardi S. Schnitzer	600	0.0	600	0	600	0
18.	Jill Schnitzer Edelson	4,800	0.1	100	4,700	100	4,700
19.	Richard H. Edelson	4,700	0.1	0	4,700	0	4,700
20.	Dina S. Meier	1,300	0.0	0	1,300	0	1,300

(1) Includes 94,809 shares subject to exercisable options under the Company's 1993 Stock Incentive Plan.

(2) Includes 16,688 shares subject to exercisable options under the Company's 1993 Stock Incentive Plan.

(3) Includes 128,423 shares subject to exercisable options under the Company's 1993 Stock Incentive Plan.

(4) Includes 157,113 shares subject to exercisable options under the Company's 1993 Stock Incentive Plan.

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Item 5. *Ownership of Five Percent or Less of a Class*

Inapplicable

Item 6. *Ownership of More than Five Percent on Behalf of Another Person*

Inapplicable

Item 7. *Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company*

Inapplicable

Item 8. *Identification and Classification of Members of the Group*

The Reporting Persons are required to file this Schedule pursuant to Rule 13d-1(d) and are filing a joint Schedule on behalf of all of them. Attached as Exhibit A to this Amendment No. 8 is the Schedule 13G Filing Agreement and Power of Attorney among the Reporting Persons which identifies each member of the group.

Item 9. *Notice of Dissolution of Group*

Inapplicable

Item 10. *Certification*

Inapplicable

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**SIGNATURE**

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

Date: January 28, 2002.

MANUEL SCHNITZER  
CAROL S. LEWIS  
EMANUEL ROSE  
KATHLEEN LEWIS  
MARILYN S. EASLY  
DAVID S. EASLY  
DANIELLE EASLY NYE  
SEAN M. EASLY  
GILBERT SCHNITZER  
THELMA S. SCHNITZER  
GARY SCHNITZER  
GREGORY SCHNITZER  
KENNETH M. NOVACK  
DEBORAH S. NOVACK  
MELANIE A. NOVACK  
LEONARD SCHNITZER  
LOIS T. SCHNITZER  
RITA S. PHILIP  
ROBERT W. PHILIP  
MICHELE BABETTE PHILIP  
GAYLE S. ROMAIN  
LAURA H. ROSENCRANTZ  
BRYAN L. ROSENCRANTZ  
SANDRA LEE SCHNITZER  
MARDI S. SCHNITZER  
JILL SCHNITZER EDELSON  
RICHARD H. EDELSON  
DINA S. MEIER  
JEAN S. REYNOLDS  
ALAN SCOTT DAVIS  
N. DICKSON DAVIS  
SAMANTHA PAIGE DAVIS  
DORI SCHNITZER  
SUSAN SCHNITZER

By: /s/ CHARLES A. FORD

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Charles A. Ford, Attorney-in-Fact  
for all Reporting Persons

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**EXHIBIT A**

**SCHNITZER STEEL INDUSTRIES, INC.**

**SCHEDULE 13G FILING AGREEMENT AND POWER OF ATTORNEY**

This SCHEDULE 13G FILING AGREEMENT AND POWER OF ATTORNEY (the "Agreement") is entered into as of March 31, 1994 by and among the undersigned beneficial owners (the "Beneficial Owners") of Common Stock of Schnitzer Steel Industries, Inc. (the "Company").

WHEREAS, the Beneficial Owners have sole or shared voting or dispositive power over an aggregate of 4,728,249 shares of Class B Common Stock of the Company deposited in the Schnitzer Steel Industries, Inc. Voting Trust (the "Voting Trust"), which shares are convertible into Class A Common Stock of the Company representing more than five percent of the outstanding Class A Common Stock; and

WHEREAS, as a result of their participation in the Voting Trust, the Beneficial Owners may be deemed to be a group required to file a Schedule 13G and annual amendments thereto with the Securities and Exchange Commission to report their beneficial ownership of shares of Class A Common Stock, and the Beneficial Owners desire to jointly file such Schedule 13G and any amendments thereto;

NOW, THEREFORE, the Beneficial Owners agree as follows:

1. *Joint Filing Agreement.* The Beneficial Owners hereby agree that the Schedule 13G reporting their beneficial ownership as of December 31, 1993 of Class A Common Stock of the Company is, and any amendments thereto or any future Schedule 13Gs or amendments thereto signed by each of the undersigned personally or through an attorney-in-fact shall be, filed on behalf of each of them pursuant to and in accordance with the provisions of Rule 13d-1(f) under the Securities Exchange Act of 1934.

2. *Power of Attorney.* Each Beneficial Owner hereby constitutes and appoints Kenneth M. Novack, Edgar C. Shanks and Charles A. Ford, and any one of them, as his or her true and lawful attorney, agent and attorney-in-fact for the purpose of executing and delivering in the name and on behalf of the undersigned all documents required to be filed with the Securities and Exchange Commission pursuant to Section 13(g) of the Securities Exchange Act of 1934 in connection with the reporting of beneficial ownership by the undersigned of Class A Common Stock of the Company, including specifically, but without limitation thereto, power and authority to sign the undersigned's name as attorney-in-fact to a Schedule 13G to be filed to report beneficial ownership as of December 31, 1993 of Class A Common Stock of the Company and to any amendments thereto, and to any future Schedule 13G or amendments thereto as may be required under the Securities Exchange Act of 1934, and to any joint filing agreements among the undersigned relating to such documents, and to file any such statement, amendment or agreement with the Securities and Exchange Commission. The undersigned ratifies and confirms all that such attorney and agent shall do or cause to be done by virtue hereof.

3. *Additional Parties.* Any person who becomes a beneficial owner (as defined in Rule 13d-3 under the Securities Exchange Act of 1934) of shares of Class B Common Stock of the Company deposited in the Voting Trust may, by execution of a counterpart signature page to this Agreement, become a party to this Agreement. Each Beneficial Owner consents and agrees to the automatic amendment of this Agreement to add as a party any such person who shall thereafter be considered a Beneficial Owner under this Agreement.

4. *Counterparts.* This Agreement may be executed in one or more counterparts, each of which shall constitute an original, but all of which, when taken together, shall constitute only one legal instrument.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first above written.

/s/ MANUEL SCHNITZER

Manuel Schnitzer

/s/ EDITH SCHNITZER

Edith Schnitzer

/s/ CAROL S. LEWIS

Carol S. Lewis

/s/ SCOTT LEWIS

Scott Lewis

/s/ LARRY LEWIS

Larry Lewis

/s/ KATHLEEN LEWIS

Kathleen Lewis

/s/ MARILYN S. EASLY

Marilyn S. Easly

/s/ DAVID S. EASLY

David S. Easly

/s/ DANIELLE C. EASLY

Danielle C. Easly

/s/ SEAN M. EASLY

Sean M. Easly

/s/ GILBERT SCHNITZER

Gilbert Schnitzer

/s/ THELMA S. SCHNITZER

Thelma S. Schnitzer

/s/ GARY SCHNITZER



Gary Schnitzer

/s/ ANDREA SCHNITZER

Andrea Schnitzer

/s/ GREGORY SCHNITZER

Gregory Schnitzer

/s/ KENNETH M. NOVACK

Kenneth M. Novack

/s/ DEBORAH S. NOVACK

Deborah S. Novack

2

/s/ MELANIE A. NOVACK

Melanie A. Novack

/s/ LEONARD SCHNITZER

Leonard Schnitzer

/s/ LOIS T. SCHNITZER

Lois T. Schnitzer

/s/ RITA S. PHILIP

Rita S. Philip

/s/ GAYLE S. ROMAIN

Gayle S. Romain

/s/ LAWRENCE ROSENCRANTZ

Lawrence Rosencrantz

/s/ BRYAN L. ROSENCRANTZ

Bryan L. Rosencrantz

/s/ SANDRA LEE SCHNITZER

Sandra Lee Schnitzer

/s/ MARDI S. SCHNITZER

Mardi S. Schnitzer

/s/ JILL SCHNITZER EDELSON

Jill Schnitzer Edelson

/s/ DINA EVAN SCHNITZER

Dina Evan Schnitzer

/s/ MILDRED SCHNITZER

Mildred Schnitzer

/s/ JEAN S. REYNOLDS

Jean S. Reynolds

/s/ N. DICKSON DAVIS

N. Dickson Davis

/s/ DORI SCHNITZER

Dori Schnitzer

/s/ SUSAN SCHNITZER

Susan Schnitzer

First Interstate Bank of Oregon, N.A.

By /s/ APRIL D. SANDERSON

April D. Sanderson  
*Vice President and Area Manager*

3

PARTIES ADDED PURSUANT TO SECTION 3 FOR 12/31/94 SCHEDULE 13G:

/s/ ROBERT W. PHILIP

Robert W. Philip

/s/ LAURA H. ROSENCRANTZ

Laura H. Rosencrantz

PARTY ADDED PURSUANT TO SECTION 3 FOR 12/31/95 SCHEDULE 13G:

/s/ RICHARD H. EDELSON

Richard H. Edelson

PARTIES ADDED PURSUANT TO SECTION 3 FOR 12/31/96 SCHEDULE 13G:

/s/ SAMANTHA PAIGE DAVIS

Samantha Paige Davis

/s/ MICHELE BABETTE PHILIP

Michele Babette Philip

PARTY ADDED PURSUANT TO SECTION 3 FOR 12/31/97 SCHEDULE 13G:

/s/ EMANUEL ROSE

Emanuel Rose

PARTY ADDED PURSUANT TO SECTION 3 FOR 12/31/98 SCHEDULE 13G:

/s/ ALAN SCOTT DAVIS

Alan Scott Davis

4

QuickLinks

[SIGNATURE](#)

[EXHIBIT A](#)

[SCHNITZER STEEL INDUSTRIES, INC. SCHEDULE 13G FILING AGREEMENT AND POWER OF ATTORNEY](#)