

SECURITIES AND EXCHANGE COMMISSION

FORM SC 13G

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities by passive investors and certain institutions

Filing Date: **1995-02-22**
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SUBJECT COMPANY

SALOMON INC

CIK:**200245** | IRS No.: **221660266** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **SC 13G** | Act: **34** | File No.: **005-03551** | Film No.: **95514164**
SIC: **6200** Security & commodity brokers, dealers, exchanges & services

Mailing Address
*SEVEN WORLD TRADE
CENTER
29TH FLOOR
NEW YORK NY 10048*

Business Address
*SEVEN WORLD TRADE CNTR
28TH FLOOR
NEW YORK NY 10048
2127837000*

FILED BY

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

MascoTech, Inc.
(Name of Issuer)

\$1.20 Convertible Preferred Stock, \$1.00 par value

(Title of Class of Securities)

574670303

(CUSIP Number)

Check the following box if a fee is being paid with this statement /_/. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

*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).

CUSIP NO. 574670303

13G

PAGE 2 OF 6 PAGES

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Salomon Inc
22-1660266

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) /_/
(b) /X/

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

6 SHARED VOTING POWER

SHARES
BENEFICIALLY
OWNED BY

16,200

7 SOLE DISPOSITIVE POWER

EACH
REPORTING
PERSON

8 SHARED DISPOSITIVE POWER

WITH

16,200

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

16,200

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES* /_/

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

0.2%

12 TYPE OF REPORTING PERSON*

HC, CO

*SEE INSTRUCTION BEFORE FILLING OUT!

- Item 1(a). Name of Issuer:
MascoTech, Inc.
- Item 1(b). Address of Issuer's Principal Executive Offices:
21001 Van Born Road
Taylor, Michigan 48180
- Item 2(a). Name of Person Filing:
Salomon Inc
- Item 2(b). Address or Principal Office or, if none, Residence:
Seven World Trade Center
New York, New York 10048
- Item 2(c). Citizenship or Place of Organization:
Delaware
- Item 2(d). Title of Class of Securities:
\$1.20 Convertible Preferred Stock, \$1.00 par value (the
"Preferred Stock")
- Item 2(e). CUSIP Number:
574670303
- Item 3. If this statement is filed pursuant to Rules 13d-1(b) or
13d-2(b), 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 registered under Section 203 of the Investment Advisers Act of 1940;

(f) [] Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Section 240.13d-1(b)(1)(ii)(F);

(g) [X] Parent Holding Company, in accordance with Section 240.13d-1(b)(1)(ii)(G);

(h) [] Group, in accordance with Section 240.13d-1(b)(1)(ii)(H).

Item 4. Ownership

(a) Amount Beneficially Owned as of December 31, 1994: 16,200 shares.

(b) Percent of Class: 0.2%

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

(i) sole power to vote or to direct the vote: --

(ii) shared power to vote or to direct the vote:
16,200

(iii) sole power to dispose or to direct the disposition of: --

(iv) shared power to dispose or to direct the disposition of: 16,200

As of December 31, 1994, Salomon Brothers Inc ("SBI"), a wholly owned subsidiary of Salomon Brothers Holding Company Inc ("SBHC"), which is in turn a wholly owned subsidiary of Salomon Inc, held directly 16,200 shares of Preferred Stock, representing 0.2% of the 10,800,000 shares of Preferred Stock outstanding.

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 [X].

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

Not applicable.

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

Salomon Inc is filing this Statement on Schedule 13G pursuant to Rule 13d-1(b)(1)(ii)(G) and 13d-2(b) under the Securities Exchange Act of 1934, as amended. See Exhibit 1.

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

Not Applicable.

Item 9. Notice of Dissolution of Group.

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 acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such 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.

Dated: February 13, 1995

SALOMON INC

By /s/ Arnold S. Olshin

Name: Arnold S. Olshin

Title: Secretary

Salomon Brothers Inc ("SBI"), a broker-dealer registered under Section 15 of the Securities Exchange Act of 1934, as amended (the "1934 Act"), is a Delaware corporation that is a wholly owned subsidiary of Salomon Brothers Holding Company Inc ("SBHC"), which in turn is a Delaware corporation that is a wholly owned subsidiary of Salomon Inc. The principal places of business of SBI and SBHC are located at Seven World Trade Center, New York, New York 10048. Salomon Inc is filing this Statement on Schedule 13G pursuant to Rule 13d-1(b)(1)(ii)(G) and Rule 13d-2(b) under the 1934 Act as a "parent holding company" of SBI in order to report the fact that SBI has ceased to be the direct beneficial owner, and SBHC and Salomon Inc have ceased to be the indirect beneficial owners, of more than 5% of the outstanding shares of the \$1.20 Convertible Preferred Stock, \$1.00 par value, of MascoTech, Inc.