

SECURITIES AND EXCHANGE COMMISSION

FORM SC 13D/A

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities [amend]

Filing Date: **1994-04-11**
SEC Accession No. **0000950114-94-000055**

([HTML Version](#) on [secdatabase.com](#))

SUBJECT COMPANY

PETROLITE CORP

CIK: **77943** | IRS No.: **430617572** | State of Incorporation: **DE** | Fiscal Year End: **1031**
Type: **SC 13D/A** | Act: **34** | File No.: **005-13040** | Film No.: **94521188**
SIC: **2890** Miscellaneous chemical products

Mailing Address
369 MARSHALL AVENUE
ST LOUIS MO 63119

Business Address
369 MARSHALL AVENUE
ST LOUIS MO 63119
3149613500

FILED BY

JANES MICHAEL V

CIK: **919362** | State of Incorporation: **MO** | Fiscal Year End: **1231**
Type: **SC 13D/A**

Mailing Address
408 OLIVE STREET
STE 405
ST LOUIS MO 63102

Business Address
408 OLIVE STREET
STE 405
ST LOUIS MO 63102
314-241-5950

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

OMB APPROVAL

OMB Number: 3235-0145
Expires: October 31, 1994
Estimated average burden
hours per form14.90

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 1)*

Petrolite Corporation

(Name of Issuer)

Capital Stock

(Title of Class of Securities)

716723 10 1

(CUSIP Number)

Jules Chasnoff, 408 Olive St., Suite 405, St. Louis, MO 63102 (314) 241-5950

(Name, Address and Telephone Number of Person Authorized to Receive Notices and
Communications)

March 31, 1994

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-I(b) (3) or (4), check the following box /X/.

Check the following box if a fee is being paid with the statement / /. (A fee is not required only if the reporting 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).

NOTE: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*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 on 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 NAME OF REPORTING PERSON
S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Michael V. Janes
###-##-####

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) /X/
(b) / /

See attached Item 5(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS*

OO
PF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO / /
ITMES 2(d) OR 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

7 SOLE VOTING POWER

NUMBER OF SHARES 62,000

BENEFICIALLY OWNED BY EACH REPORTING PERSON 8 SHARED VOTING POWER

5,401,660

9 SOLE DISPOSITIVE POWER

62,000

10 SHARED DISPOSITIVE POWER

5,401,660

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,674,183 See attached Item 5(a)

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* / /

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

50.2%

14 TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7
(INCLUDING EXHIBITS) OF THE SCHEDULE AND THE SIGNATURE ATTESTATION.

3
CUSIP NO. 716723 10 1

PAGE 3 OF 9 PAGES

INTRODUCTORY NOTE

This Amendment No. 1 amends the information filed on Schedule 13D by Michael V. Janes (the "undersigned") on February 24, 1994. All capitalized terms used but not defined herein shall have the meanings assigned to them in the Schedule 13D.

ITEM 1. SECURITY AND ISSUER

Capital stock

Petrolite Corporation ("Petrolite"), 369 Marshall Avenue,
St. Louis, MO 63119

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

(a) The undersigned, Barnickel Company, the Barnickel Trust, BBI, and BTC may each be deemed to beneficially own the aggregate number of shares and percentage of the class reported in rows (11) and (13) of the cover page by reason of the group status reported in row (2(a)) of the cover page (rows (11), (13) and (2(a)) of the cover page are incorporated by reference). Independent of any group, the undersigned beneficially owns 5,463,660 shares of the capital stock of Petrolite (the "undersigned's Shares"), which is 48.4% of such class. In addition, to the best of the undersigned's knowledge and independent of any group, Barnickel Company, the Barnickel Trust, BBI and BTC each beneficially own the shares of the capital stock of Petrolite attributed to them in Schedule A, which is incorporated by this reference. The undersigned disclaims group status and beneficial ownership of any shares other than the undersigned's Shares.

(b) Rows (7) through (10) of the cover page and Schedule A are incorporated by this reference.

The undersigned shares the power to vote or to direct the vote or to dispose or direct the disposition of the shares reported in rows (8) and (10) of the cover page with Barnickel Company, the Barnickel Trust, BBI and BTC (Schedule B is incorporated by this reference).

(c) To the best of the undersigned's knowledge, all transactions in the capital stock of Petrolite during the past 60 days are set forth in Schedule C, which is incorporated by reference. On March 31, 1994 and as set forth in Schedule C, BTC ceased to hold 681,808 shares of the capital stock of Petrolite as trustee of certain of Petrolite's employee benefit plans.

(d) Barnickel Company, the Barnickel Trust, BBI, BTC and other persons, including the undersigned, William B. Janes, John V. Janes and Genevieve J. Brown as beneficiaries of the Barnickel Trust, share the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, such securities.

(e) Inapplicable

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

As of March 7, 1994, the undersigned resigned as director of Petrolite.

On March 31, 1994, BTC ceased to hold 681,808 shares of the capital stock of Petrolite as trustee of certain of Petrolite's employee benefit plans.

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.

Date: 4/8/94

By: /s/ MICHAEL V. JANES

Michael V. Janes,
Individually and as Trustee

SCHEDULE A

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

With respect to Barnickel Company:

Aggregate number of shares beneficially owned:
5,337,360

Percentage of class of securities beneficially owned:
47.3%

Number of shares as to which there is sole power to vote or
to direct the vote:
0

Number of shares as to which there is shared power to vote or
to direct the vote:
5,337,360

Number of shares as to which there is sole power to dispose
or to direct the disposition:
0

Number of shares as to which there is shared power to dispose
or to direct the disposition:
5,337,360

With respect to the Barnickel Trust:

Aggregate number of shares beneficially owned:
5,337,360

Percentage of class of securities beneficially owned:
47.3%

Number of shares as to which there is sole power to vote
or to direct the vote:
0

Number of shares as to which there is shared power to vote
or to direct the vote:
5,337,360

Number of shares as to which there is sole power to dispose
or to direct the disposition:
0

Number of shares as to which there is shared power to dispose
or to direct the disposition:
5,337,360

With respect to Boatmen's Bancshares, Inc. ("BBI"):

Aggregate number of shares beneficially owned:
5,608,683

Percentage of class of securities beneficially owned:
49.7%

Number of shares as to which there is sole power to vote
or to direct the vote:
0

Number of shares as to which there is shared power to vote
or to direct the vote:
5,608,683

Number of shares as to which there is sole power to dispose
or to direct the disposition:
0

Number of shares as to which there is shared power to dispose
or to direct the disposition:
5,577,297

With respect to BTC:

Aggregate number of shares beneficially owned:
5,608,683

Percentage of class of securities beneficially owned:
49.7%

Number of shares as to which there is sole power to vote
or to direct the vote:
127,905

Number of shares as to which there is shared power to vote
or to direct the vote:
5,480,778

Number of shares as to which there is sole power to dispose
or to direct the disposition:
14,941

Number of shares as to which there is shared power to dispose
or to direct the disposition:
5,562,356

8

CUSIP NO. 716723 10 1

PAGE 8 OF 9 PAGES

SCHEDULE B

ITEM 2. IDENTITY AND BACKGROUND

With respect to Barnickel Company:

State of organization: Missouri
Principal business: private investment company
Principal business address: P.O. Box 190189, St. Louis,
Missouri 63119
Principal office address: P.O. Box 190189, St. Louis,
Missouri 63119

Item 2(d): No
Item 2(e): No

With respect to the Barnickel Trust:

State of organization: Missouri
Principal business: administration of trust under will
Principal business address: c/o Boatmen's Trust Company,
100 N. Broadway, St. Louis, Missouri 63102
Principal office address: c/o Boatmen's Trust Company,
100 N. Broadway, St. Louis, Missouri 63102

Item 2(d): No
Item 2(e): No

With respect to BBI:

State of organization: Missouri
Principal business: bank holding company
Principal business address: One Boatmen's Plaza, St. Louis,
Missouri 63101
Principal office address: One Boatmen's Plaza, St. Louis,
Missouri 63101

Item 2(d): No
Item 2(e): No

With respect to BTC:

State of organization: Missouri
Principal business: trust company
Principal business address: 100 N. Broadway, St. Louis,
Missouri 63102
Principal office address: 100 N. Broadway, St. Louis,
Missouri 63102

Item 2(d): No
Item 2(e): No

9

CUSIP NO. 716723 10 1

PAGE 9 OF 9 PAGES

<TABLE>

SCHEDULE C

TRANSACTIONS DURING THE PAST SIXTY DAYS

<CAPTION> IDENTITY OF PERSON	DATE OF TRANSACTION	NUMBER OF SHARES	PRICE PER SHARE	DESCRIPTION OF TRANSACTION
<S>	<C>	<C>	<C>	<C>
BTC, as trustee of private individual trust	2/14/94	125	\$32.00	Open Market Sale
BTC, as trustee of employee benefit plan	3/31/94	681,808	N/A	Cessation of status as trustee of employee benefit plan

</TABLE>