

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2006-01-05** | Period of Report: **2006-01-04**  
SEC Accession No. **0000740761-06-000002**

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### REPORTING OWNER

#### **Sullivan Timothy W**

CIK: **1297857**

Type: **4** | Act: **34** | File No.: **000-50858** | Film No.: **06512067**

#### Mailing Address

*PO BOX 500  
1100 MILWAUKEE AVENUE  
SOUTH MILWAUKEE WI 53172*

#### Business Address

*414-768-4000*

### ISSUER

#### **BUCYRUS INTERNATIONAL INC**

CIK: **740761** | IRS No.: **390188050** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **3532** Mining machinery & equip (no oil & gas field mach & equip)

#### Mailing Address

*P O BOX 500  
1100 MILWAUKEE AVENUE  
SOUTH MILWAUKEE WI  
53172-0500*

#### Business Address

*P O BOX 500  
1100 MILWAUKEE AVENUE  
SOUTH MILWAUKEE WI  
53172-0500  
4147684000*

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

OMB Number: 3235-0287  
 Expires: 02/28/2011  
 Estimated average burden hours per response 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <b>Sullivan Timothy W</b>			2. Issuer Name and Ticker or Trading Symbol <b>BUCYRUS INTERNATIONAL INC</b> <b>[BUCY]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>President and CEO</b>	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/04/2006</b>			
PO BOX 500, 1100 MILWAUKEE AVENUE			4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person	
(Street) SOUTH MILWAUKEE, WI 53172						
(City)	(State)	(Zip)				

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock, Par Value \$0.01 Per Share	01/04/2006		M		53,865	A	\$0.125	53,865	D	
Class A Common Stock, Par Value \$0.01 Per Share	01/04/2006		S		53,865	D	\$54.5187	0	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$0.125	01/04/2006		M		53,865		07/28/2004 <sup>(1)</sup>	08/01/2011	Class A Common Stock	53,865	\$0.125	161,235	D	

**Explanation of Responses:**

1. 100% vested on July 28, 2004 with the IPO.

## Signatures

Timothy W. Sullivan

\*\* Signature of Reporting Person

01/05/2006

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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