

SUPERCONDUCTOR TECHNOLOGIES INC
Form SC 13D/A
November 07, 2002

SECURITIES AND EXCHANGE COMMISSION
Washington D.C. 20549

SCHEDULE 13D
Amendment No. 11

Under the Securities Exchange Act of 1934

SUPERCONDUCTOR TECHNOLOGIES, INC.
(Name of Issuer)

Common Stock, \$0.001 par value
(Title of Class of Securities)

867931107
(CUSIP Number)

H. Vaughan Blaxter, III
1900 Grant Building
Pittsburgh, Pennsylvania 15219

(412) 281-2620
(Name, address and telephone number of person
authorized to receive notices and communications)

October 30, 2002
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
statement, and is filing this statement because of Rule 13d-1(e),
13d-1(f) or 13(d)-1(g), check the following box [X]

CUSIP NO. 867931107

1 Name of Reporting Person S.S. or I.R.S. Identification No. of
above Person

C. G. GREFENSTETTE, Trustee for Various Trusts I.D.
#206-18-8997

2 Check the Appropriate Box if Member of a Group (a) [
X] (b) []

3 SEC Use Only

4 Source of Funds
OO

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5 Check if Disclosure of Legal Proceedings is Required Pursuant
to Items 2(d) or 2(e)
[]

6 Citizenship or Place of Organization
U.S.

Number of Shares Beneficially Owned by Each Reporting Person With

7 Sole Voting Power

8 Shared Voting Power
6,183,472

9. Sole Dispositive Power

10 Shared Dispositive Power
6,183,472

11 Aggregate Amount Beneficially Owned by Each Reporting Person
6,183,472

12 Check Box if the Aggregate Amount in Row (11) Excludes
Certain Shares

13 Percent of Class Represented by Amount in Row (11)
24.5%

14 Type of Reporting Person
IN

CUSIP NO. 867931107

1 Name of Reporting Person S.S. or I.R.S. Identification No. of
above Person

LAWRENCE M. WAGNER, Trustee for Various Trusts I.D.
#233-38-9703

2 Check the Appropriate Box if Member of a Group (a) []
X] (b) []

3 SEC Use Only

4 Source of Funds
OO

5 Check if Disclosure of Legal Proceedings is Required Pursuant
to Items 2(d) or 2(e)
[]

6 Citizenship or Place of Organization
U.S.

Number of Shares Beneficially Owned by Each Reporting Person With

7 Sole Voting Power

8 Shared Voting Power
485,788

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9. Sole Dispositive Power
- 10 Shared Dispositive Power
485,788
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
485,788
- 12 Check Box if the Aggregate Amount in Row (11) Excludes
Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
1.9%
- 14 Type of Reporting Person
IN

CUSIP NO. 867931107

- 1 Name of Reporting Person S.S. or I.R.S. Identification No. of
above Person

C. G. GREFENSTETTE and L. M. WAGNER, TRUSTEES UNDER
AGREEMENT OF TRUST DATED 12/30/76 FOR THE CHILDREN OF
JULIET LEA HILLMAN SIMONDS I.D.
#25-6193084

- 2 Check the Appropriate Box if Member of a Group (a) [
X] (b) []

3 SEC Use Only

4 Source of Funds
OO

- 5 Check if Disclosure of Legal Proceedings is Required Pursuant
to Items 2(d) or 2(e)

[]

6 Citizenship or Place of Organization
Pennsylvania

Number of Shares Beneficially Owned by Each Reporting Person With

- 7 Sole Voting Power
121,447
- 8 Shared Voting Power
9. Sole Dispositive Power
121,447
- 10 Shared Dispositive Power
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
121,447
- 12 Check Box if the Aggregate Amount in Row (11) Excludes
Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
.5%

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14 Type of Reporting Person
OO

CUSIP NO. 867931107

1 Name of Reporting Person S.S. or I.R.S. Identification No. of
above Person

C. G. GREFENSTETTE and L. M. WAGNER, TRUSTEES UNDER
AGREEMENT OF TRUST DATED 12/30/76 FOR THE CHILDREN OF
AUDREY HILLMAN FISHER I.D. #25-6193085

2 Check the Appropriate Box if Member of a Group (a) [
X] (b) []

3 SEC Use Only

4 Source of Funds
OO

5 Check if Disclosure of Legal Proceedings is Required Pursuant
to Items 2(d) or 2(e)
[]

6 Citizenship or Place of Organization
Pennsylvania

Number of Shares Beneficially Owned by Each Reporting Person With

7 Sole Voting Power
121,447

8 Shared Voting Power

9. Sole Dispositive Power
121,447

10 Shared Dispositive Power

11 Aggregate Amount Beneficially Owned by Each Reporting Person
121,447

12 Check Box if the Aggregate Amount in Row (11) Excludes
Certain Shares

13 Percent of Class Represented by Amount in Row (11)
.5%

14 Type of Reporting Person
OO

CUSIP NO. 867931107

1 Name of Reporting Person S.S. or I.R.S. Identification No. of
above Person

C. G. GREFENSTETTE and L. M. WAGNER, TRUSTEES UNDER
AGREEMENT OF TRUST DATED 12/30/76 FOR THE CHILDREN OF
HENRY LEA HILLMAN, JR. I.D. #26-6193086

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2 Check the Appropriate Box if Member of a Group (a) [
X] (b) []

3 SEC Use Only

4 Source of Funds
OO

5 Check if Disclosure of Legal Proceedings is Required Pursuant
to Items 2(d) or 2(e)
[]

6 Citizenship or Place of Organization
Pennsylvania

Number of Shares Beneficially Owned by Each Reporting Person With

7 Sole Voting Power
121,447

8 Shared Voting Power

9. Sole Dispositive Power
121,447

10 Shared Dispositive Power

11 Aggregate Amount Beneficially Owned by Each Reporting Person
121,447

12 Check Box if the Aggregate Amount in Row (11) Excludes
Certain Shares

13 Percent of Class Represented by Amount in Row (11)
.5%

14 Type of Reporting Person
OO

CUSIP NO. 867931107

1 Name of Reporting Person S.S. or I.R.S. Identification No. of
above Person

C. G. GREFENSTETTE and L. M. WAGNER, TRUSTEES UNDER
AGREEMENT OF TRUST DATED 12/30/76 FOR THE CHILDREN OF
WILLIAM TALBOTT HILLMAN I.D. #25-6193087

2 Check the Appropriate Box if Member of a Group (a) [
X] (b) []

3 SEC Use Only

4 Source of Funds
OO

5 Check if Disclosure of Legal Proceedings is Required Pursuant
to Items 2(d) or 2(e)
[]

6 Citizenship or Place of Organization
Pennsylvania

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Number of Shares Beneficially Owned by Each Reporting Person With

- 7 Sole Voting Power
121,447
- 8 Shared Voting Power
- 9. Sole Dispositive Power
121,447
- 10 Shared Dispositive Power
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
121,447
- 12 Check Box if the Aggregate Amount in Row (11) Excludes
Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
.5%
- 14 Type of Reporting Person
OO

CUSIP NO. 867931107

1 Name of Reporting Person S.S. or I.R.S. Identification No. of
above Person

HENRY L. HILLMAN I.D.
#182-14-5466

2 Check the Appropriate Box if Member of a Group (a) [
X] (b) []

3 SEC Use Only

4 Source of Funds
OO

5 Check if Disclosure of Legal Proceedings is Required Pursuant
to Items 2(d) or 2(e)
[]

6 Citizenship or Place of Organization
U.S.

Number of Shares Beneficially Owned by Each Reporting Person With

- 7 Sole Voting Power
- 8 Shared Voting Power
5,697,684
- 9 Sole Dispositive Power
- 10 Shared Dispositive Power
5,697,684
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
5,697,684
- 12 Check Box if the Aggregate Amount in Row (11) Excludes

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Certain Shares

- 13 Percent of Class Represented by Amount in Row (11)
22.6%
- 14 Type of Reporting Person
IN

CUSIP NO. 867931107

- 1 Name of Reporting Person S.S. or I.R.S. Identification No. of
above Person
ELSIE HILLIARD HILLMAN I.D. #192-28-3426
- 2 Check the Appropriate Box if Member of a Group (a) [
X] (b) []
- 3 SEC Use Only
- 4 Source of Funds
OO
- 5 Check if Disclosure of Legal Proceedings is Required Pursuant
to Items 2(d) or 2(e)
[]
- 6 Citizenship or Place of Organization
U.S.

Number of Shares Beneficially Owned by Each Reporting Person With

- 7 Sole Voting Power
- 8 Shared Voting Power
5,697,684
- 9 Sole Dispositive Power
- 10 Shared Dispositive Power
5,697,684
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
5,697,684
- 12 Check Box if the Aggregate Amount in Row (11) Excludes
Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
22.6%
- 14 Type of Reporting Person
IN

CUSIP NO. 867931107

- 1 Name of Reporting Person S.S. or I.R.S. Identification No. of
above Person
HENRY L. HILLMAN, ELSIE HILLIARD HILLMAN & C. G.

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GRFENSTETTE, TRUSTEES OF THE HENRY L. HILLMAN TRUST U/A
DATED NOVEMBER
18, 1985

I.D.
#18-2145466

2 Check the Appropriate Box if Member of a Group (a) [
X] (b) []

3 SEC Use Only

4 Source of Funds
OO

5 Check if Disclosure of Legal Proceedings is Required Pursuant
to Items 2(d) or 2(e)
[]

6 Citizenship or Place of Organization
Pennsylvania

Number of Shares Beneficially Owned by Each Reporting Person With

7 Sole Voting Power
464,340

8 Shared Voting Power
5,233,344

9 Sole Dispositive Power
464,340

10 Shared Dispositive Power
5,233,344

11 Aggregate Amount Beneficially Owned by Each Reporting Person
5,697,684

12 Check Box if the Aggregate Amount in Row (11) Excludes
Certain Shares

13 Percent of Class Represented by Amount in Row (11)
22.6%

14 Type of Reporting Person
OO

CUSIP NO. 867931107

1 Name of Reporting Person S.S. or I.R.S. Identification No. of
above Person

THE HILLMAN COMPANY

I.D. #25-1011286

2 Check the Appropriate Box if Member of a Group (a) [
X] (b) []

3 SEC Use Only

4 Source of Funds
OO

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5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

[]

6 Citizenship or Place of Organization
Pennsylvania

Number of Shares Beneficially Owned by Each Reporting Person With

7 Sole Voting Power

8 Shared Voting Power
5,233,344

9 Sole Dispositive Power

10 Shared Dispositive Power
5,233,344

11 Aggregate Amount Beneficially Owned by Each Reporting Person
5,233,344

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares

13 Percent of Class Represented by Amount in Row (11)
20.8%

14 Type of Reporting Person
CO

CUSIP NO. 867931107

1 Name of Reporting Person S.S. or I.R.S. Identification No. of above Person

WILMINGTON INVESTMENTS, INC.

I.D. #51-0344688

2 Check the Appropriate Box if Member of a Group (a) []
X] (b) []

3 SEC Use Only

4 Source of Funds
OO

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)

[]

6 Citizenship or Place of Organization
Delaware

Number of Shares Beneficially Owned by Each Reporting Person With

7 Sole Voting Power

8 Shared Voting Power
5,233,344

9 Sole Dispositive Power

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- 10 Shared Dispositive Power
5,233,344
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
5,233,344
- 12 Check Box if the Aggregate Amount in Row (11) Excludes
Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
20.8%
- 14 Type of Reporting Person
CO

CUSIP NO. 867931107

- 1 Name of Reporting Person S.S. or I.R.S. Identification No. of
above Person

WILMINGTON EQUITIES, INC. I.D. #51-0411204
- 2 Check the Appropriate Box if Member of a Group (a) [
X] (b) []
- 3 SEC Use Only
- 4 Source of Funds
OO
- 5 Check if Disclosure of Legal Proceedings is Required Pursuant
to Items 2(d) or 2(e)
[]
- 6 Citizenship or Place of Organization
Delaware

Number of Shares Beneficially Owned by Each Reporting Person With

- 7 Sole Voting Power
- 8 Shared Voting Power
5,233,344
- 9 Sole Dispositive Power
- 10 Shared Dispositive Power
5,233,344
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person
5,233,344
- 12 Check Box if the Aggregate Amount in Row (11) Excludes
Certain Shares
- 13 Percent of Class Represented by Amount in Row (11)
20.8%
- 14 Type of Reporting Person
CO

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CUSIP NO. 867931107

1 Name of Reporting Person S.S. or I.R.S. Identification No. of above Person

WILMINGTON SECURITIES, INC. I.D.
#51-0114700

2 Check the Appropriate Box if Member of a Group (a) [
X] (b) []

3 SEC Use Only

4 Source of Funds
OO

5 Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e)
[]

6 Citizenship or Place of Organization
Delaware

Number of Shares Beneficially Owned by Each Reporting Person With

7 Sole Voting Power
5,233,344

8 Shared Voting Power

9 Sole Dispositive Power
5,233,344

10 Shared Dispositive Power

11 Aggregate Amount Beneficially Owned by Each Reporting Person
5,233,344

12 Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares

13 Percent of Class Represented by Amount in Row (11)
20.8%

14 Type of Reporting Person
CO

SCHEDULE 13D
AMENDMENT NO. 11

This statement ("Statement") constitutes Amendment No. 11 to Schedule 13D filed with the Securities and Exchange Commission (the "Commission") in connection with the event date of October 30, 2002 (the "Filing").

Item 1. Security and Issuer

This Statement relates to the Common Stock, \$0.001 par value, of Superconductor Technologies, Inc., a Delaware corporation (the

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"Issuer"). The address of the principal executive offices of the Issuer is 460 Ward Drive, Suite F, Santa Barbara, California 93111-2310. The Common Stock is quoted on the Nasdaq National Market under the symbol "SCON".

Item 2. Identity and Background

(a) Names of persons filing (individually, the "Registrant" and collectively, the "Registrants"):

Wilmington Securities, Inc. ("Wilmington"), a wholly-owned subsidiary of Wilmington Equities, Inc.

Wilmington Equities, Inc., a wholly-owned subsidiary of Wilmington Investments, Inc.

Wilmington Investments, Inc., a wholly-owned subsidiary of The Hillman Company.

The Hillman Company, a corporation controlled by Henry L. Hillman, Elsie Hilliard Hillman and C. G. Grefenstette, as Trustees of the Henry L. Hillman Trust U/A dated November 18, 1985.

Henry L. Hillman, Elsie Hilliard Hillman and C. G. Grefenstette, Trustees of the Henry L. Hillman Trust U/A dated November 18, 1985 (the "Henry L. Hillman Trust").

C. G. Grefenstette and L. M. Wagner, Trustees Under Agreement of Trust Dated 12/30/76 for the Children of Juliet Lea Hillman Simonds (the "JLHS 1976 Trust").

C. G. Grefenstette and L. M. Wagner, Trustees Under Agreement of Trust Dated 12/30/76 for the Children of Audrey Hillman Fisher (the "AHF 1976 Trust").

C. G. Grefenstette and L. M. Wagner, Trustees Under Agreement of Trust Dated 12/30/76 for the Children of Henry Lea Hillman, Jr. (the "HLH Jr. 1976 Trust")

C. G. Grefenstette and L. M. Wagner, Trustees Under Agreement of Trust Dated 12/30/76 for the Children of William Talbott Hillman (the "WTH 1976 Trust").

C. G. Grefenstette

Lawrence M. Wagner

Henry L. Hillman

Elsie Hilliard Hillman

The name, position, business address and citizenship of each director and executive officer of the entities listed above, each controlling person of such entities and each director and executive officer of any person or corporation in control of said entities, is attached hereto as Exhibit 1.

(b) Business Address

The addresses of the Registrants are as follows:

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The Hillman Company, the Henry L. Hillman Trust, the JLHS 1976 Trust, the AHF 1976 Trust, the HLH Jr. 1976 Trust and the WTH 1976 Trust are each located at:
1900 Grant Building
Pittsburgh, Pennsylvania 15219

Wilmington, Wilmington Equities, Inc. and Wilmington Investments, Inc. are each located at:
824 Market Street, Suite 900
Wilmington, Delaware 19801

C. G. Grefenstette
2000 Grant Building
Pittsburgh, Pennsylvania 15219

Lawrence M. Wagner
2000 Grant Building
Pittsburgh, Pennsylvania 15219

Henry L. Hillman
2000 Grant Building
Pittsburgh, Pennsylvania 15219

Elsie Hilliard Hillman
2000 Grant Building
Pittsburgh, Pennsylvania 15219

(c) Principal occupation or employment

The principal occupations of the corporations, listed in response to Item 2(a) are: diversified investments and operations.

The principal occupation of the Henry L. Hillman Trust is: diversified investments and operations.

The principal occupation of the JLHS 1976 Trust is: diversified investments and operations.

The principal occupation of the AHF 1976 Trust is: diversified investments and operations.

The principal occupation of the HLH Jr. 1976 Trust is: diversified investments and operations.

The principal occupation of the WTH 1976 Trust is: diversified investments and operations.

C. G. Grefenstette
See Exhibit 1

Lawrence M. Wagner
See Exhibit 1

Henry L. Hillman
See Exhibit 1

Elsie Hilliard Hillman
See Exhibit 1

(d) Criminal convictions

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None of the persons named in Item 2(a) (including Exhibit 1) have been convicted in a criminal proceeding in the last five years.

(e) Civil proceedings

None of the persons listed in response to Item 2(a) (including Exhibit 1) have in the last five years been subject to a judgment, decree or final order as described in Item 2, subsection (e) of Schedule 13D.

(f) Citizenship

Wilmington, Wilmington Equities, Inc. and Wilmington Investments, Inc. are Delaware corporations.

The Hillman Company is a Pennsylvania corporation.

The Henry L. Hillman Trust, the JLHS 1976 Trust, the AHF 1976 Trust, the HLH Jr. 1976 Trust and the WTH 1976 Trust are Pennsylvania trusts.

C. G. Grefenstette, Lawrence M. Wagner, Henry L. Hillman and Elsie Hilliard Hillman are U.S. citizens.

Item 3. Source and Amount of Funds or Other Consideration

None.

Item 4. Purpose of Transaction

On October 10, 2002, the Issuer, the Hillman Stockholders (defined below) and certain other unaffiliated investors (the "Initial Investors") entered into a Securities Purchase Agreement (the "Agreement"). The Agreement contemplated an aggregate investment in the Issuer of approximately \$15,000,000 in cash, and the Agreement provided that the Issuer may add additional investors ("Additional Investors") to the Agreement so long as the aggregate of all sales to investors thereunder did not exceed \$20,000,000.

On October 25, 2002, Wilmington, the Henry L. Hillman Trust, the JLHS 1976 Trust, the AHF 1976 Trust, the HLH Jr. 1976 Trust and the WTH 1976 Trust (collectively, the "Hillman Stockholders") executed a supplement to the Agreement (the "Supplement"), pursuant to which the Initial Investors and Additional Investors agreed to purchase the following additional securities: (a) an aggregate of 5,263,159 shares of Common Stock and (b) Warrants to purchase up to an aggregate of 1,315,791 shares of Common Stock.

The closing under the Agreement and the Supplement will be contemporaneous with the closing date of the merger (the "Merger") of STI Acquisition, Inc., a wholly-owned subsidiary of the Issuer, with and into Conductus, nc., a Delaware corporation (the "Closing Date"). Under the Agreement and the Supplement, each of the Hillman Stockholders will purchase securities of the Issuer in the amounts and for the consideration set forth below:

Name	Consideration	Number of Shares of
------	---------------	---------------------

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Warrants (1)

WSI	\$2,116,500	2,227,895
Henry L. Hillman Trust (under the Agreement)	\$187,500	197,368
Henry L. Hillman Trust (under the Supplement)	\$810,000	852,632
JLHS 1976 Trust	\$49,000	51,579
AHF 1976 Trust	\$49,000	51,579
HLH Jr. 1976 Trust	\$49,000	51,579
WTH 1976 Trust	\$49,000	51,579

(1) Each Warrant will entitle the holder thereof, during the period commencing 181 days after the Closing Date and ending five (5) years after the Closing Date, to purchase one (1) share of Common Stock of the Issuer for a price of \$1.19. If, at any time after the date which is thirty (30) months following the effective date of the Issuer's registration statement registering the Common Stock issuable upon exercise of the Warrants, the average closing bid price of the Issuer's Common Stock for ten (10) consecutive trading days exceeds \$1.19, and provided all such shares are registered for resale pursuant to an effective registration statement, the Issuer may redeem the Warrants at \$0.10 per warrant. All Warrants must be redeemed if any are redeemed.

The obligations of the Initial Investors under the Agreement and the Additional Investors under the Supplement are subject to the condition, among others, that the Merger shall have been consummated. The Agreement and Supplement shall terminate on February 15, 2003 if the Merger closing has not occurred on or before such date.

Item 5. Interest in Securities of the Issuer

(a) Beneficial Ownership

5,233,344 shares of Common Stock are owned of record and beneficially by Wilmington.

464,340 shares of Common Stock are owned of record and beneficially by the Henry L. Hillman Trust.

121,447 shares of Common Stock are owned of record and beneficially by the JLHS 1976 Trust.

121,447 shares of Common Stock are owned of record and beneficially by the AHF 1976 Trust.

121,447 shares of Common Stock are owned of record and beneficially by the HLH Jr. 1976 Trust.

121,447 shares of Common Stock are owned of record and beneficially by the WTH 1976 Trust.

(b) Power to Vote or Dispose of Shares

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Each person listed above in response to Item 5(a) has the sole power to vote and to direct the vote and the sole power to dispose of and direct the disposition of those shares except as follows:

- (i) Wilmington, Wilmington Equities, Inc., Wilmington Investments, Inc., The Hillman Company, Henry L. Hillman, as settlor and Trustee of the Henry L. Hillman Trust, and Elsie Hilliard Hillman and C. G. Grefenstette, as Trustees of the Henry L. Hillman Trust, may be deemed to share voting and disposition power regarding 5,233,344 shares of Common Stock held beneficially by Wilmington.
- (ii) Henry L. Hillman, as settlor and Trustee of the Henry L. Hillman Trust, and Elsie Hilliard Hillman and C. G. Grefenstette, as Trustees of the Henry L. Hillman Trust, may be deemed to share voting and disposition power regarding 464,340 shares of Common Stock held beneficially by the Henry L. Hillman Trust.
- (iii) As trustees of the JLHS 1976 Trust, the AHF 1976 Trust, the HLH Jr. 1976 Trust and the WTH 1976 Trust, C. G. Grefenstette and L. M. Wagner may be deemed to share voting and disposition power regarding 485,788 shares of Common Stock held beneficially by the JLHS 1976 Trust, the AHF 1976 Trust, the HLH Jr. 1976 Trust and the WTH 1976 Trust.

(c), (d) and (e). Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

The information set forth in Item 4 of this Schedule is incorporated herein by this reference. Other than as disclosed in this Schedule, as set forth in or contemplated by the Merger, the Agreement, the Supplement, or as set forth in the Third Amended and Restated Stockholders Agreement dated as of June 24, 1999, among the Hillman Stockholders, certain other unaffiliated investors and the Issuer, filed as an exhibit to Amendment No. 7 to this Schedule, or in the Voting Agreement dated as of October 10, 2002, among the Hillman Stockholders and Conductus, filed as an exhibit to Amendment No. 10 to this Schedule, there are no contracts, arrangements, understandings or relationships among the Registrants and between such persons and any person with respect to the transfer or voting of any securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or loss, or the giving or withholding of proxies.

Item 7. Material to be Filed as Exhibits

The following documents are filed as exhibits:

- 1. Information concerning officers and directors of reporting persons and certain affiliates thereof.
- 2. Signature Page to Securities Purchase Agreement Additional Investment, dated as of October 25, 2002, among Superconductor Technologies, Inc. and the Initial Investors and Additional Investors set forth on the signature pages thereto.

SIGNATURES

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.

WILMINGTON SECURITIES, INC.

/s/ Andrew H. McQuarrie
By _____
Andrew H. McQuarrie, President

WILMINGTON EQUITIES, INC.

/s/ Andrew H. McQuarrie
By _____
Andrew H. McQuarrie, President

WILMINGTON INVESTMENTS, INC.

/s/ Andrew H. McQuarrie
By _____
Andrew H. McQuarrie, Vice President

THE HILLMAN COMPANY

/s/ Lawrence M. Wagner
By _____
Lawrence M. Wagner, President

HENRY L. HILLMAN, ELSIE HILLIARD HILLMAN
& C. G. GREFENSTETTE, TRUSTEES
OF THE HENRY L. HILLMAN TRUST
U/A DATED NOVEMBER 18, 1985

/s/ C. G. Grefenstette
By _____
C. G. Grefenstette, Trustee

C. G. GREFENSTETTE AND L. M. WAGNER,
TRUSTEES UNDER AGREEMENT OF TRUST DATED
12/30/76 FOR THE CHILDREN OF JULIET LEA
HILLMAN SIMONDS, AUDREY HILLIARD HILLMAN
HENRY LEA HILLMAN, JR., AND WILLIAM
TALBOTT HILLMAN

/s/ C. G. Grefenstette

C. G. Grefenstette, Trustee

/s/ L. M. Wagner

L. M. Wagner, Trustee

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/s/ C. G. Grefenstette

C. G. Grefenstette

/s/ L. M. Wagner

L. M. Wagner

/s/ Henry L. Hillman

Henry L. Hillman

/s/ Elsie Hilliard Hillman

Elsie Hilliard Hillman

October 30, 2002
Date