

DTA HOLDING AKTIENGESELLSCHAFT

FORM SC 13D/A (Amended Statement of Beneficial Ownership)

Filed 10/24/2002

Address	RENNBAHNSTRASSE 72-74 60528 FRANKFURT AM MAIN GERMANY, 00000
CIK	0001029508
Industry	Misc. Financial Services
Sector	Financial
Fiscal Year	12/31

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

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934

DIGITALE TELEKABEL AG

(Name of Issuer)

American Depository Receipts
Representing Ordinary Shares, Nominal Value DM 5

(Title of Class of Securities)

25387W 10 9

(CUSIP Number)

Michael J. Smith, c/o MFC Capital Partners AG,
4th Floor, Charlottenstrasse 59, D-10117 Berlin, Germany
Telephone 49 30 20945800

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

October 17, 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 that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box [].

CUSIP No. 25387W 10 9

1) Names of Reporting Persons/I.R.S. Identification Nos. of Above Persons

MFC Bancorp Ltd.

2) Check the Appropriate Box if a Member of a Group

(a) []
(b) [X]

3) SEC Use Only

4) Source of Funds AF

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

6) Citizenship or Place of Organization Yukon Territory, Canada

Number of	(7) Sole Voting Power	0
Shares Bene-		-----
ficially	(8) Shared Voting Power	679,772
Owned by		-----
Each Reporting	(9) Sole Dispositive Power	0
Person		-----
With	(10) Shared Dispositive Power	679,772

11) Aggregate Amount Beneficially Owned by Each Reporting Person 679,772

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

13) Percent of Class Represented by Amount in Row (11) 90.6%

14) Type of Reporting Person CO

CUSIP No. 25387W 10 9

1) Names of Reporting Persons/I.R.S. Identification Nos. of Above Persons

Sutton Park International Limited

2) Check the Appropriate Box if a Member of a Group

(a) []
(b) [x]

3) SEC Use Only

4) Source of Funds

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

6) Citizenship or Place of Organization British Virgin Islands

Number of	(7) Sole Voting Power	0
Shares Bene-		
ficially	(8) Shared Voting Power	184,772
Owned by		
Each Reporting	(9) Sole Dispositive Power	0
Person		
With	(10) Shared Dispositive Power	184,772

11) Aggregate Amount Beneficially Owned by Each Reporting Person 184,772

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

13) Percent of Class Represented by Amount in Row (11) 24.6%

14) Type of Reporting Person CO

CUSIP No. 25387W 10 9

1) Names of Reporting Persons/I.R.S. Identification Nos. of Above Persons
MFC Merchant Bank S.A.

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

3) SEC Use Only

4) Source of Funds WC

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

6) Citizenship or Place of Organization Switzerland

Number of	(7) Sole Voting Power	0
Shares Bene-		-----
ficially	(8) Shared Voting Power	360,000
Owned by		-----
Each Reporting	(9) Sole Dispositive Power	0
Person		-----
With	(10) Shared Dispositive Power	360,000

11) Aggregate Amount Beneficially Owned by Each Reporting Person 360,000

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

13) Percent of Class Represented by Amount in Row (11) 48.0%

14) Type of Reporting Person CO

This Schedule 13D/A amends the Schedule 13D of MFC Bancorp Ltd. ("MFC") dated October 26, 2001, the Schedule 13D of Sutton Park International Limited ("Sutton Park") dated October 26, 2001 and the Schedule 13D of MFC Merchant Bank S.A. ("Merchant Bank") dated October 26, 2001 (collectively, the "Prior Filings") and is filed to report a change in the beneficial ownership of securities of Digitale Telekabel AG (the "Company").

ITEM 1. SECURITY AND ISSUER

This statement relates to American Depository Receipts (the "ADRs") representing the ordinary shares, nominal value DM 5 of the Company. The principal executive offices of the Company are located at Peiner StraBe 8, 30519 Hannover, Germany.

ITEM 2. IDENTITY AND BACKGROUND

This statement is filed on behalf of MFC, Sutton Park and Merchant Bank. MFC operates in the financial services business and has an address at Floor 21, Millennium Tower, Handelskai 94-96, A-1200, Vienna, Austria. Sutton Park is a wholly-owned subsidiary of MFC that operates in the merchant banking business and has a registered address at P.O. Box 146, Road Town, Tortola, British Virgin Islands. Merchant Bank is a wholly-owned subsidiary of MFC that operates in the banking and financial services business and has an address at Kasernenstrasse 1, 9100 Herisau AR, Switzerland. See Item 6 on pages 2, 3 and 4 of this Schedule 13D/A for the jurisdictions of organization of MFC, Sutton Park and Merchant Bank.

The executive officers and directors of MFC, Sutton Park and Merchant Bank remain unchanged since the Prior Filings, except that Julius Mallin is no longer a director of MFC.

During the last five years, neither MFC, Sutton Park or Merchant Bank, nor, to the knowledge of MFC, Sutton Park or Merchant Bank, have any of their officers or directors been, convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors), nor have they been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding were or are subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

MFC, Sutton Park and Merchant Bank have executed a joint filing agreement consenting to the joint filing of this Schedule 13D/A. Such agreement is filed as Exhibit 1 to this Schedule 13D/A and is incorporated herein by reference.

ITEM 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION

Effective October 17, 2002, Merchant Bank purchased from Sutton Park and Sutton Park sold to Merchant Bank, 225,000 ADRs of the Company at a price of US\$4.50 per ADR for an aggregate amount of \$1,012,500. The purchase price was paid by Merchant Bank from working capital.

ITEM 4. PURPOSE OF TRANSACTION

Merchant Bank acquired the ADRs of the Company for investment purposes. At this time, neither MFC, Sutton Park or Merchant Bank, nor, to the knowledge of MFC, Sutton Park or Merchant Bank, any of their directors or executive officers, have the intention of acquiring additional ADRs of the Company, although MFC, Sutton Park and Merchant Bank reserve the right to make additional purchases on the open market, in private transactions and from treasury. Except as otherwise disclosed, neither MFC, Sutton Park or Merchant Bank, nor to the knowledge of MFC, Sutton Park or Merchant Bank, any of their directors or executives officers, have any present intention or understandings to effect any of the transactions listed in Items 4(a) - (j) of Schedule 13D.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

As a result of the transaction:

- (a) MFC indirectly beneficially owns, and has the shared power to direct the vote and disposition of, an aggregate of 679,772 ADRs of the Company, representing approximately 90.6% of the Company's issued and outstanding ADRs;
- (b) Sutton Park beneficially owns, and has the shared power with MFC to direct the vote and disposition of, an aggregate of 184,772 ADRs of the Company, representing approximately 24.6% of the Company's issued and outstanding ADRs; and
- (c) Merchant Bank beneficially owns, and has the shared power with MFC to direct the vote and disposition of, an aggregate of 360,000 ADRs of the Company, representing approximately 48.0% of the Company's issued and outstanding ADRs.

To the knowledge of MFC, Sutton Park or Merchant Bank, none of their directors or executive officers has the power to vote or dispose of any ADRs of the Company, nor did they, or MFC, Sutton Park or Merchant Bank, effect any transactions in such ADRs during the past 60 days, except as disclosed herein.

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

None.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

Exhibit Number	Description
-----	-----
1	Joint Filing Agreement among MFC Bancorp Ltd., Sutton Park International Limited and MFC Merchant Bank S.A. dated October 18, 2002.

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.

MFC BANCORP LTD.

By: /s/ Michael J. Smith

(Signature)

Michael J. Smith, President

(Name and Title)

October 18, 2002

(Date)

SUTTON PARK INTERNATIONAL LIMITED

By: /s/ Michael J. Smith

(Signature)

Michael J. Smith, Director

(Name and Title)

October 18, 2002

(Date)

MFC MERCHANT BANK S.A.

By: /s/ Claudio Morandi, President

(Signature)

Claudio Morandi, President

(Name and Title)

October 18, 2002

(Date)

By: /s/ Peter Hediger

(Signature)

Peter Hediger, Vice-President

(Name and Title)

October 18, 2002

(Date)

EXHIBIT INDEX

Exhibit Number -----	Description -----
1	Joint Filing Agreement among MFC Bancorp Ltd., Sutton Park International Limited and MFC Merchant Bank S.A. dated October 18, 2002.

EXHIBIT 1

JOINT FILING AGREEMENT

THIS AGREEMENT dated the 18th day of October, 2002.

WHEREAS:

A. Sutton Park International Limited ("Sutton Park") and MFC Merchant Bank S.A. ("Merchant Bank") have interests in certain American Depository Receipts (the "ADRs") representing ordinary shares, nominal value DM 5 of Digitale Telekabel AG (the "Company");

B. Sutton Park and Merchant Bank are wholly-owned subsidiaries of MFC Bancorp Ltd. ("MFC"); and

C. MFC, Sutton Park and Merchant Bank (each a "Filer" and collectively, the "Filers") are responsible for filing a Schedule 13D/A relating to the acquisition and disposition of ADRs of the Company, pursuant to U.S. securities laws.

NOW THEREFORE THE PARTIES AGREE AS FOLLOWS:

1. Each Filer covenants and agrees that it is individually eligible to use the Schedule 13D/A which is to be filed;
2. Each Filer is individually responsible for the timely filing of any amendments to the Schedule 13D/A, and for the completeness and accuracy of the information concerning themselves, but is not responsible for the completeness and accuracy of any of the information contained in the Schedule 13D/A as to the other Filers, unless such Filer knows or has reason to believe that the information is inaccurate;
3. This Schedule 13D/A contains the required information with regard to each Filer and indicates that it is filed on behalf of all Filers; and
4. Each Filer agrees that the Schedule 13D/A to which this Joint Filing Agreement is attached as Exhibit 1 is filed on its behalf.

IN WITNESS WHEREOF the parties have duly executed this Joint Filing Agreement.

MFC BANCORP LTD.

By: */s/ Michael J. Smith*

Michael J. Smith, President

SUTTON PARK INTERNATIONAL LIMITED

By: */s/ Michael J. Smith*

Michael J. Smith, Director

MFC MERCHANT BANK S.A.

By: */s/ Claudio Morandi*

Claudio Morandi, President

By: */s/ Peter Hediger*

Peter Hediger, Vice-President

End of Filing

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