

# FORM 144

**ATTENTION:** *Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker*

OMB APPROVAL
OMB Number: 3235-0101
Expires: July 31, 2023
Estimated average burden hours per response..... 1.00

SEC USE ONLY
DOCUMENT SEQUENCE NO.
CUSIP NUMBER

1 (a) NAME OF ISSUER (Please type or print)						(b) IRS IDENT. NO.		(c) S.E.C. FILE NO.		WORK LOCATION	
GRAFTECH INTERNATIONAL LTD [EAF]						27-2496053		0001685158			
1 (d) ADDRESS OF ISSUER			STREET		CITY	STATE	ZIP CODE		(e) TELEPHONE NO.		
			982 Keynote Circle		Brooklyn Heights	OH	44131				
									AREA CODE	NUMBER	
									216	676-2000	
2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD				(b) RELATIONSHIP TO ISSUER		(c) ADDRESS		STREET	CITY	STATE	ZIP CODE
BPE IV (Non-Cdn) GP LP (3)				Stockholder		181 Bay Street, Suite 300			Toronto	A6	M5JT3

*INSTRUCTION: The person filing this notice should contact the issuer to obtain the IRS Identification Number and the SEC File Number.*

3 (a)  Title of the Class of Securities To Be Sold	Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities	SEC USE ONLY	(c)  Number of Shares or Other Units To Be Sold  (See instr. 3(c))	(d)  Aggregate Market Value  (See instr. 3(d))	(e)  Number of Shares or Other Units Outstanding  (See Instr. 3(e))	(f)  Approximate Date of Sale  (See instr. 3(f)) (MO. DAY YR.)	(g)  Name of Each Securities Exchange  (See instr. 3(g))
		Broker-Dealer File Number					
Class A Common Stock, par value \$0.01 per share	J.P. Morgan Securities LLC 383 Madison Avenue, 7th Floor New York, NY 10179		1,635,522 (1)	\$14,114,554.86 (2)	267,188,557 As of October 31, 2020	(1)	NYSE

1. (a) Name of issuer  
(b) Issuer's I.R.S. Identification Number  
(c) Issuer's S.E.C. file number, if any  
(d) Issuer's address, including zip code  
(e) Issuer's telephone number, including area code
2. (a) Name of person for whose account the securities are to be sold  
(b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder or member of immediate family of any of the foregoing)  
(c) Such person's address, including zip code
3. (a) Title of the class of securities to be sold  
(b) Name and address of each broker through whom the securities are intended to be sold  
(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)  
(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice  
(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown by the most recent report or statement published by the issuer  
(f) Approximate date on which the securities are to be sold  
(g) Name of each securities exchange, if any, on which the securities are intended to be sold

SEC 1147 (08-07)

**TABLE I — SECURITIES TO BE SOLD**

*Furnish the following information with respect to the acquisition of the securities to be sold  
and with respect to the payment of all or any part of the purchase price or other consideration therefor:*

Title of the Class	Date You Acquired	Nature of Acquisition Transaction	Name of Person from Whom Acquired (If gift, also give date donor acquired)	Amount of Securities Acquired	Date of Payment	Nature of Payment
Class A Common Stock, par value \$0.01 per share	July 22, 2020	The shares reported herein were received in connection with the pro rata distribution in kind of shares from a closely held entity.	BCP IV GrafTech Holdings L.P., which acquired the shares from the Issuer on August 17, 2015.	5,905,072	N/A	N/A

**INSTRUCTIONS:** If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

**TABLE II — SECURITIES SOLD DURING THE PAST 3 MONTHS**

*Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.*

Name and Address of Seller	Title of Securities Sold	Date of Sale	Amount of Securities Sold	Gross Proceeds
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	10/8/2020	34,648	\$255,785.40
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	10/9/2020	37,233	\$274,161.47
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	10/12/2020	34,393	\$252,743.84
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	10/13/2020	34,393	\$249,655.35
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	10/14/2020	35,438	\$262,188.04
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	10/15/2020	34,902	\$252,666.05
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	10/16/2020	34,902	\$253,542.09
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	10/19/2020	27,253	\$192,103.67
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	10/20/2020	23,982	\$168,730.16
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	10/21/2020	10,658	\$75,234.82
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	10/22/2020	35,921	\$254,327.86
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	10/23/2020	35,412	\$256,202.28
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	10/26/2020	35,666	\$253,631.63
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	10/27/2020	19,824	\$139,279.46
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	11/3/2020	67	\$471.60
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	11/9/2020	40,219	\$297,479.83
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	11/10/2020	2,101,775	\$14,817,513.75
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	11/19/2020	65,983	\$496,667.24
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	11/20/2020	36,851	\$271,772.44
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	11/23/2020	65,728	\$503,805.12
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	11/24/2020	94,261	\$763,382.13
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	11/25/2020	94,771	\$764,214.39
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	11/27/2020	71,038	\$564,077.24
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	11/30/2020	81,092	\$643,343.38
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	12/1/2020	94,007	\$762,030.14
BPE IV (Non-Cdn) GP LP, 181 Bay Street, Suite 300, Toronto, A6 M5J2T3	Common Stock, par value \$0.01 per share	12/2/2020	90,950	\$759,605.31

**REMARKS:** (1) Any sales by the reporting person will occur under the terms of a Rule 10b5-1 trading plan, which contemplates the sale of up to 3,328,386 shares of Common Stock in the three month period beginning November 18, 2020 under certain specified conditions.  
(2) Based on closing market price on December 2, 2020.  
(3) Sales by the reporting person should be aggregated with the sales by Brookfield BBP (Canada) L.P. and Brookfield BBP Canada Holdings Inc. (together with the reporting person, the "Affiliates"), which are under common control with the reporting person. The Affiliates are hereby filing separate Forms 144 for aggregate sales of 6,419,839 shares of Common Stock.

**INSTRUCTIONS:**

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

December 3, 2020

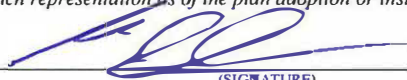
DATE OF NOTICE

December 3, 2020

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION  
IF RELYING ON RULE 10b5-1

**ATTENTION:**

*The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.*



(SIGNATURE)

*The notice shall be signed by the person for whose account the securities are to be sold. At least one copy of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.*

**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001).**