

11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	830,000

12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	<input type="checkbox"/>

13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	1.7%

14	TYPE OF REPORTING PERSON:	PN

1 NAME OF REPORTING PERSON GREENTREE PARTNERS, L.P.
I.R.S. IDENTIFICATION NO. 13-3752875
OF ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS: WC, 00

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware

NUMBER OF 7 SOLE VOTING POWER: 355,000
SHARES

BENEFICIALLY 8 SHARED VOTING POWER: 0
OWNED BY

EACH 9 SOLE DISPOSITIVE POWER: 355,000
REPORTING

PERSON WITH 10 SHARED DISPOSITIVE POWER: 0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING
PERSON: 355,000

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 0.7%

14 TYPE OF REPORTING PERSON: PN

1 NAME OF REPORTING PERSON GREENHOUSE PARTNERS, L.P.
I.R.S. IDENTIFICATION NO. 13-3793447
OF ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS: WC, AF, 00

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware

NUMBER OF SHARES 7 SOLE VOTING POWER: 0

BENEFICIALLY OWNED BY 8 SHARED VOTING POWER: 830,000

EACH REPORTING 9 SOLE DISPOSITIVE POWER: 0

PERSON WITH 10 SHARED DISPOSITIVE POWER: 830,000

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING
PERSON: 830,000

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 1.7%

14 TYPE OF REPORTING PERSON: PN

1 NAME OF REPORTING PERSON GREENHUT, L.L.C.
I.R.S. IDENTIFICATION NO. 13-3793450
OF ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS: WC, AF, 00

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware

7 NUMBER OF SHARES SOLE VOTING POWER: 0

8 BENEFICIALLY OWNED BY SHARED VOTING POWER: 355,000

9 EACH REPORTING SOLE DISPOSITIVE POWER: 0

10 PERSON WITH SHARED DISPOSITIVE POWER: 355,000

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING
PERSON: 355,000

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 0.7%

14 TYPE OF REPORTING PERSON: 00

1 NAME OF REPORTING PERSON GREENBELT CORP.
I.R.S. IDENTIFICATION NO. 13-3791931
OF ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS: 00

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware

NUMBER OF 7 SOLE VOTING POWER: 2,939,600
SHARES

BENEFICIALLY 8 SHARED VOTING POWER: 0
OWNED BY

EACH 9 SOLE DISPOSITIVE POWER: 2,939,600
REPORTING

PERSON WITH 10 SHARED DISPOSITIVE POWER: 0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING
PERSON: 2,939,600

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 6.0%

14 TYPE OF REPORTING PERSON: CO

1 NAME OF REPORTING PERSON GREENSEA OFFSHORE, L.P.
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS: WC, 00

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Cayman Islands

NUMBER OF 7 SOLE VOTING POWER: 630,700
SHARES

BENEFICIALLY 8 SHARED VOTING POWER: 0
OWNED BY

EACH 9 SOLE DISPOSITIVE POWER: 630,700
REPORTING

PERSON WITH 10 SHARED DISPOSITIVE POWER: 0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING
PERSON: 630,700

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 1.3%

14 TYPE OF REPORTING PERSON: PN

1 NAME OF REPORTING PERSON GREENHUT OVERSEAS, L.L.C.
I.R.S. IDENTIFICATION NO. 13-3868906
OF ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS: WC, AF, 00

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware

NUMBER OF SHARES 7 SOLE VOTING POWER: 0

BENEFICIALLY OWNED BY 8 SHARED VOTING POWER: 630,700

EACH REPORTING 9 SOLE DISPOSITIVE POWER: 0

PERSON WITH 10 SHARED DISPOSITIVE POWER: 630,700

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING
PERSON: 630,700

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 1.3%

14 TYPE OF REPORTING PERSON: 00

1 NAME OF REPORTING PERSON ALFRED D. KINGSLEY
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS: PF, AF, 00

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

7 NUMBER OF SHARES 28,000
SOLE VOTING POWER:

8 BENEFICIALLY OWNED BY 4,755,300
SHARED VOTING POWER:

9 EACH REPORTING 28,000
SOLE DISPOSITIVE POWER:

10 PERSON WITH 4,755,300
SHARED DISPOSITIVE POWER:

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING
PERSON: 4,783,300

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 9.7%

14 TYPE OF REPORTING PERSON: IN

1 NAME OF REPORTING PERSON GARY K. DUBERSTEIN
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS: PF, AF, 00

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

6 CITIZENSHIP OR PLACE OF ORGANIZATION: United States

7 NUMBER OF SHARES SOLE VOTING POWER: 0

8 BENEFICIALLY OWNED BY SHARED VOTING POWER: 4,755,300

9 EACH REPORTING SOLE DISPOSITIVE POWER: 0

10 PERSON WITH SHARED DISPOSITIVE POWER: 4,755,300

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING
PERSON: 4,755,300

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 9.7%

14 TYPE OF REPORTING PERSON: IN

This Amendment No. 6 ("Amendment No. 6") amends the Statement on Schedule 13D (the "Schedule 13D") filed on February 21, 1997 by and on behalf of Greenway Partners, L.P. ("Greenway"), Greentree Partners, L.P. ("Greentree"), Greenhouse Partners, L.P. ("Greenhouse"), Greenhut, L.L.C. ("Greenhut"), Greenbelt Corp. ("Greenbelt"), Greensea Offshore, L.P. ("Greensea"), Greenhut Overseas, L.L.C. ("Greenhut Overseas"), Alfred D. Kingsley ("Kingsley") and Gary K. Duberstein ("Duberstein"; and together with the foregoing persons, the "Reporting Persons"). Capitalized terms used herein and not defined herein have the meanings ascribed thereto in the Schedule 13D.

ITEM 4. PURPOSE OF THE TRANSACTION

Pursuant to the Self-Tender Offer, the Company will purchase approximately 51% of its outstanding Shares (assuming that 25,500,000 Shares are validly tendered and not withdrawn). Thus, if the Reporting Persons tender their Shares at a price per Share above the Purchase Price or do not tender their Shares, their proportionate interest in the Company's outstanding Shares will increase from 9.7% to in excess of 10%.

The Reporting Persons sought the Company's assurance that, among other things, any increase in the proportionate share of the outstanding Shares held by the Reporting Persons solely as a result of the consummation of the Company's Self-Tender Offer, and not as a result of any additional purchases of Shares by the Reporting Persons, would not place them in a position in which the Company's Board of Directors could declare them to be an Adverse Person and result in a Triggering Event under the terms of the Company's Poison Pill because the Reporting Persons then would own more than 10% of the outstanding Shares.

In the absence of such assurance from the Company, the Reporting Persons commenced legal proceedings in the Court of Chancery of the State of Delaware seeking, among other things, to enjoin the Self-Tender Offer unless such assurance was provided. A hearing on the Reporting Persons' motion for a temporary restraining order with respect to the Self-Tender Offer was held in the Court of Chancery on Monday, August 10, 1998.

On August 12, 1998, the Court issued an Order, a copy of which is filed herewith as Exhibit 13 and is incorporated herein by reference, denying the motion for a temporary restraining order conditioned upon the Company's consent to the following terms:

"In the event that plaintiffs tender their shares into the Self-Tender, neither the act of tendering nor the act of checking the box on the Letter of Transmittal indicating their willingness to accept the purchase price resulting from the Dutch auction nor the act of accepting the purchase price shall be deemed to moot this controversy or constitute acquiescence to the Self-Tender. Nor shall such acts constitute a waiver of plaintiffs' right to seek any legal or equitable remedy, including but not limited to an order of rescission that would require defendants to sell back to plaintiffs all of their tendered shares in registered form at the price determined by the Self-Tender and would provide that the holding of such shares shall not subject plaintiffs to an Adverse Person determination or, alternatively, appropriate rescissory or compensatory damages."

In order to ensure that a Triggering Event does not occur, the Reporting Persons intend to tender all of their Shares into the Self-Tender Offer

at the purchase price determined by the Dutch auction tender process described in the Self-Tender Offer.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

The following Exhibit is filed herewith:

- 13. Order of the Court of Chancery of the State of Delaware for New Castle County dated August 12, 1998.

SIGNATURES

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information contained in this Statement is true, complete and correct.

Dated: August 12, 1998

GREENHOUSE PARTNERS, L.P.

By: /s/ Gary K. Duberstein

Gary K. Duberstein, general partner

GREENWAY PARTNERS, L.P.

By: Greenhouse Partners, L.P., its general partner

By: /s/ Gary K. Duberstein

Gary K. Duberstein, general partner

GREENHUT, L.L.C.

By: /s/ Gary K. Duberstein

Gary K. Duberstein, Member

GREENTREE PARTNERS, L.P.

By: Greenhut, L.L.C., its general partner

By: /s/ Gary K. Duberstein

Gary K. Duberstein, Member

GREENHUT OVERSEAS, L.L.C.

By: /s/ Gary K. Duberstein

Gary K. Duberstein, Member

GREENSEA OFFSHORE, L.P.

By: Greenhut Overseas, L.L.C., its investment general partner

By: /s/ Gary K. Duberstein

Gary K. Duberstein, Member

GREENBELT CORP.

By: /s/ Alfred D. Kingsley

Alfred D. Kingsley, President

/s/ Alfred D. Kingsley

ALFRED D. KINGSLEY

/s/ Gary K. Duberstein

GARY K. DUBERSTEIN

EXHIBIT INDEX

EXHIBIT NO. -----	DESCRIPTION -----
13	Order of the Court of Chancery of the State of Delaware for New Castle County dated August 12, 1998.

IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

IN AND FOR NEW CASTLE COUNTY

GREENWAY PARTNERS, L.P., :
GREENTREE PARTNERS, L.P., :
GREENHOUSE PARTNERS, L.P., :
GREENHUT, L.L.C., GREENBELT :
CORP., GREENSEA OFFSHORE, :
L.P., ALFRED D. KINGSLEY and :
GARY K. DUBERSTEIN, :

Plaintiffs, :

v. :

INLAND STEEL INDUSTRIES, INC., :
A. ROBERT ABBOD, ROBERT J. :
DARNALL, JAMES A. HENDERSON, :
ROBERT B. MCKERSIE, LEO F. :
MULLIN, JEAN-PIERRE ROSSO, :
JOSHUA I. SMITH, NANCY H. :
TEETERS and ARNOLD R. WEBER, :

Defendants. :

O R D E R

AND NOW, this 12th day of August, 1998, the Court having considered the Verified Complaint, plaintiff's Motion for a Temporary Restraining Order, the briefs filed by counsel and the arguments of counsel, and for the reasons stated on the record, at the hearing held on August 10, 1998,

IT IS HEREBY ORDERED that:

1. Plaintiffs' request to restrain defendants from taking any steps to purchase any shares or otherwise consummate its "Dutch auction" self tender offer scheduled to close at midnight on Friday, August 14, 1998 (the "Self-Tender") is denied conditioned upon defendants' consent to the terms of paragraph 2 of this Order.

2. In the event that plaintiffs tender their shares into the Self-Tender, neither the act of tendering nor the act of checking the box on the Letter of Transmittal indicating their willingness to accept the purchase price resulting from the Dutch auction nor the act of accepting the purchase price shall be deemed to moot this controversy or constitute acquiescence to the Self-Tender. Nor shall such acts constitute a waiver of plaintiffs' right to seek any legal or equitable

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remedy, including but not limited to an order of rescission that would require defendants to sell back to plaintiffs all of their tendered shares in registered form at the price determined by the Self-Tender and would provide that the holding of such shares shall not subject plaintiffs to an Adverse Person

determination or, alternatively, appropriate rescissory or compensatory damages.

3. This Order shall be effective immediately and shall continue until further order of this Court.

/s/ Jack B. Jacobs

Vice Chancellor Jack B. Jacobs