

STEEL DYNAMICS INC  
Form 8-K  
April 03, 2007

# SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

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## FORM 8-K

### CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): April 3, 2007 (April 3, 2007)

## STEEL DYNAMICS, INC.

(Exact name of registrant as specified in its charter)

**Indiana**  
(State or other jurisdiction  
of incorporation)

**0-21719**  
(Commission File  
Number)

**35-1929476**  
(IRS Employer  
Identification No.)

**6714 Pointe Inverness Way, Suite 200, Fort Wayne, Indiana 46804**

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **260-459-3553**

**Not Applicable**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



**Item 1.01. Entry Into a Material Definitive Agreement**

On April 3, 2007, in connection with the closing of the sale of \$500 million of the Company's 6¾% Senior Notes due 2015, referred to in Item 2.03 of this report, Steel Dynamics, Inc. entered into a Registration Rights Agreement. A copy of this agreement is attached to this report as Exhibit 4.6.

**Item 2.03. Creation of a Direct Financial Obligation or an Obligation Under an Off-Balance Sheet Arrangement of a Registrant**

On April 3, 2007, Steel Dynamics, Inc. announced the closing of its sale of \$500 million of its 6¾% Senior Notes due 2015 (the Notes). The Notes were offered in a transaction exempt from the registration requirements of the Securities Act of 1933. The net proceeds from the Notes will be used to redeem its existing \$300 million 9½% Senior Unsecured Notes due 2009, to repay amounts outstanding under its senior secured revolving credit facility, to finance certain capital expenditures and for general corporate purposes.

**Item 8.01 Other Events**

On April 3, 2007, Steel Dynamics, Inc. issued a press release entitled Steel Dynamics Announces Completion of Notes Offering. The full text of the press release is furnished herewith and attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits**

(c) Exhibits.

<b>Exhibit Number</b>	<b>Description</b>
4.6	Registration Rights Agreement between Steel Dynamics, Inc. as Issuer and Banc of America Securities LLC, Goldman, Sachs & Co., and Morgan Stanley & Co. Incorporated as Initial Purchasers, dated as of April 3, 2007, re \$500,000,000 of our 6¾% Senior Notes due 2015.
4.7	Indenture relating to Registrant's issuance of \$500 million Senior Notes, dated as of April 3, 2007, between Steel Dynamics, Inc. as Issuer and the Initial Subsidiary Guarantors, and The Bank of New York Trust Company N.A. as Trustee.
99.1	A press release dated April 3, 2007 titled Steel Dynamics Announces Completion of Notes Offering.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Report to be signed on its behalf by the undersigned hereto duly authorized.

STEEL DYNAMICS, INC.

By: /s/ Theresa E. Wagler  
Theresa E. Wagler  
Title: Vice President

Date: April 3, 2007