

STEEL DYNAMICS INC
Form 8-K
September 28, 2012

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

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): September 28, 2012 (September 28, 2012)

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.)

7575 West Jefferson Blvd, Fort Wayne, Indiana 46804

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **260-969-3500**

Not Applicable

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(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))
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Item 1.02. Termination of a Material Definitive Agreement.

On September 28, 2012, Steel Dynamics, Inc. (the Company) terminated and discharged its remaining financial obligations with respect to its remaining outstanding 7³/₈% Senior Notes due 2012 (the Notes) and the related Indenture described in the following paragraph.

The Notes were part of an issue in the original principal amount of \$700,000,000, pursuant to an Indenture dated as of October 12, 2007, as supplemented and amended (the Indenture), among the Company as Issuer, the guarantors party thereto, and Wells Fargo Bank, N.A., as trustee (the Trustee). As of September 28, 2012, and following the expiration of two offers to purchase the Notes initiated by the Company on December 27, 2011 and August 2, 2012, pursuant to which Notes in the aggregate principal amounts of \$279,720,000 and \$62,149,000, respectively, were tendered, \$358,131,000 aggregate principal amount of Notes remained outstanding. These remaining Notes are scheduled to mature November 1, 2012 (the Maturity Date).

Pursuant to the Indenture, the Company had the right to elect to terminate and discharge its financial obligations under the Indenture and under the Notes by irrevocably depositing with the Trustee the aggregate principal amount of the Notes remaining outstanding, together with accrued interest to the Maturity Date. Accordingly, the Company has deposited the requisite cash in the amount of \$371,337,081 with the Trustee under the terms of an Irrevocable Trust Agreement. The Trustee will hold the cash in trust until the Maturity Date, at which time it will be paid to the Holders of the Notes in accordance with the requirements of the Indenture.

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.

/s/Theresa E. Wagler

By: Theresa E. Wagler

Title: Chief Financial Officer

Date: September 28, 2012