

METALS USA HOLDINGS CORP.

Form 8-K

November 16, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 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): November 14, 2012

METALS USA HOLDINGS CORP.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

001-34685
(Commission
File Number)

20-3779274
(IRS Employer
Identification No.)

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2400 E. Commercial Blvd., Suite 905

Fort Lauderdale, Florida
(Address of principal executive offices)

Registrant's telephone number, including area code: (954) 202-4000

33308
(Zip Code)

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 (see General Instruction A.2. below):

- ☐ 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 8.01. Other Events.

On November 14, 2012, Metals USA, Inc. ("Metals USA"), a wholly-owned subsidiary of Metals USA Holdings Corp. (the "Company"), issued a press release announcing that it has received commitments for and intends to enter into a new seven year senior secured term loan in the amount of \$225 million (the "Term Loan"). Metals USA intends to use the net proceeds of the Term Loan to finance the redemption of its 11% Senior Secured Notes due 2015 (the "Notes"). Also on November 14, 2012, Metals USA issued a notice of redemption for all of the outstanding Notes. The Notes were issued and the redemption will be effected pursuant to the provisions of the Indenture, dated as of November 30, 2005, as supplemented or amended (the "Indenture"), by and among Metals USA, Flag Intermediate Holdings Corporation, the Subsidiary Guarantors named therein, and Wells Fargo Bank, N.A., as Trustee. Pursuant to the notice of redemption, the Notes will be redeemed on December 14, 2012.

A copy of the press release announcing the receipt of commitments for the Term Loan is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated into this Item 8.01 by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits. The following exhibit is filed herewith:

Exhibit Number	Description
99.1	Press release, dated November 14, 2012

SIGNATURES

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 hereunto duly authorized.

METALS USA HOLDINGS CORP.

Date: November 16, 2012

/s/ Robert C. McPherson III

Name: Robert C. McPherson III

Title: Senior Vice President and Chief Financial Officer

Exhibit Index

Exhibit Number	Description
99.1	Press release, dated November 14, 2012