

Edgar Filing: METALS USA INC - Form 8-K

METALS USA INC  
Form 8-K  
May 18, 2005

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

May 18, 2005

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Date of Report  
(Date of earliest event reported)

Metals USA, Inc.

(Exact name of registrant as specified in its charter)

Delaware	1-13123	76-0533626
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(State or other jurisdiction of incorporation)	(Commission File No.)	(IRS Employer Identification No.)

One Riverway; Suite 1100, Houston, Texas 77056  
(Address of Principal Executive Offices) (Zip Code)

(713) 965-0990  
(Registrant's Telephone Number, Including Area Code)

(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 May 18, 2005, Metals USA, Inc. issued a press release announcing the signing of an agreement to be acquired by affiliates of Apollo Management L.P. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference. In connection with the proposed merger, Metals USA will file a proxy statement with the Securities and Exchange Commission. INVESTORS

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AND SECURITY HOLDERS ARE ADVISED TO READ THE PROXY STATEMENT WHEN IT BECOMES AVAILABLE, BECAUSE IT WILL CONTAIN IMPORTANT INFORMATION. Investors and security holders may obtain a free copy of the proxy statement (when available) and other documents filed by Metals USA at the Securities and Exchange Commission's website at <http://www.sec.gov>. The proxy statement and such other documents may also be obtained for free from Metals USA's website at [www.metalsusa.com](http://www.metalsusa.com) under the Investor Relations Tab or by directing such request to Metals USA, Attention: Investor Relations, One Riverway, Suite 1100, Houston, Texas 77056.

The information in this Form 8-K and the exhibit attached hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, unless expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

99.1 Press release issued by Metals USA, Inc., dated May 18, 2005.

### SIGNATURES

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

Date: May 18, 2005

Metals USA, Inc.

By: /s/ Terry Freeman

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Terry L. Freeman  
Senior Vice President and Chief  
Financial Officer