

**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 20, 2005

**STEEL DYNAMICS, INC.**

(Exact name of registrant as specified in its charter)

Indiana  
(State or other jurisdiction of  
incorporation or organization)

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 officers) (Zip Code)

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

(Former name or former address, if changed since last report)  
Not Applicable

**Item 2.02. Results of Operations and Financial Condition**

On April 20, 2005, Steel Dynamics, Inc. issued a press release titled "Steel Dynamics Reports Strong Year-Over-Year First Quarter Results" containing information about the company's results of operations for the three months ended March 31, 2005. The full text of the press release, together with related unaudited financial information and statistics, is furnished herewith and attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits**

( c ) Exhibits.

<u>Exhibit Number</u>	<u>Description</u>
99.1	A press release dated April 20, 2005 titled "Steel Dynamics Reports Strong Year-Over-Year First Quarter Results"

**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.

Date: April 20, 2005

/s/ Theresa E. Wagler  
By: Theresa E. Wagler  
Title: Assistant Secretary

## Press Release

April 20, 2005



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## Steel Dynamics Reports Strong Year-Over-Year First Quarter Results

FORT WAYNE, INDIANA, April 20, 2005– Steel Dynamics, Inc. (NASDAQ: STLD) today announced first quarter 2005 earnings of \$61 million, or \$1.12 per diluted share, versus \$32 million or \$0.58 per diluted share in the first quarter of 2004 and \$82 million, or \$1.47 per diluted share, in the fourth quarter. Earnings were up 90 percent from the first quarter of 2004 and were higher than any prior year's first quarter. Net sales for the first quarter were \$571 million, an increase of 49 percent from the first quarter of 2004, but 5 percent lower than the fourth quarter of 2004. Cash flow from operations remained strong, increasing to \$55 million, compared to \$11 million in the first quarter of 2004 and \$41 million in the fourth quarter of 2004.

"Steel Dynamics had a good first quarter with consolidated shipments up slightly from the fourth quarter," said Keith Busse, President and CEO of Steel Dynamics. "Because market demand for flat-rolled steel remained weaker than initially expected, flat-roll selling prices declined from fourth-quarter levels. Our average consolidated selling price decreased 6 percent, from \$710 in the fourth quarter to \$669 in the first quarter, principally due to lower flat-rolled pricing."

"Our average steel scrap and scrap substitute costs declined by \$16 per ton from the fourth quarter, but not sufficient to offset lower selling prices, resulting in narrower profit margins. On the bright side, we bought a significant amount of steel scrap in the first quarter as scrap prices declined, potentially allowing for stronger margins in the second quarter as we consume that material. In the second quarter we anticipate that pricing will be flat, although we expect increased shipping volumes in our bar and structural operating units. We expect second-quarter results to be substantially stronger than the first quarter as a result of lower steel scrap costs," said Busse.

First quarter consolidated shipments of 853,000 tons were 7 percent higher than the first quarter of 2004 and 1 percent higher than the fourth quarter of 2004. Shipments of flat-rolled and bar steel declined modestly from the fourth quarter, while structural steel and joist-and-deck shipments increased.

Operating highlights for the first quarter included the start-up of joist fabrication and shipments from the New Millennium plant in Lake City, Florida, where new crews are quickly ramping up production. The Structural & Rail mill continued its shipments of industrial-grade rail and commissioned additional structural products in the quarter. The Iron Dynamics Division continued pig-iron production at a rate of about 20,000 tonnes per month. Temporary equipment problems encountered in February at the Bar Products mill and the Flat-Roll mill were quickly resolved, and did not significantly reduce the mills' overall output for the quarter. Currently, all our facilities are in excellent position to take advantage of the expected seasonal increase in demand in the steel markets.

During the quarter the Company repurchased an additional 2.1 million shares of its common stock, thus completing the repurchase of the entire 5 million shares authorized by the Board of Directors

when it approved the Company's 2004 Share Repurchase Program on October 26, 2004. Effective April 19, 2005, however, the Board granted approval to repurchase an additional 2.5 million shares under its Share Repurchase Program.

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### **Conference Call and Webcast**

*On Thursday, April 21, 2005 at 11:00 am Eastern, Steel Dynamics will host a conference call in which Steel Dynamics' management will discuss first quarter 2005 results. You are invited to listen to the live audio broadcast of the conference call over the Internet, accessible from Steel Dynamics' Web site:*

**[www.steeldynamics.com](http://www.steeldynamics.com)**

*Dial-in information is available on our Web site. No telephone replay will be available. An audio replay of the Webcast will be available from the SDI Web site.*

*Contact: Fred Warner, Investor Relations Manager, (260) 969-3564 or fax (260) 969-3590  
**[f.warner@steeldynamics.com](mailto:f.warner@steeldynamics.com)***

### Forward Looking Statements

This press release contains some predictive statements about future events, including statements related to conditions in the steel marketplace, Steel Dynamics' revenue growth, costs of raw materials, future profitability, and the operation of new or existing facilities. These statements are intended to be made as "forward-looking," subject to many risks and uncertainties, within the safe harbor protections of the Private Securities Litigation Reform Act of 1995. Such predictive statements are not guarantees of future performance, and actual results could differ materially from our current expectations.

We refer you to SDI's detailed explanation of the many factors and risks that may cause such predictive statements to turn out differently, as set forth in our most recent Annual Report on Form 10-K and in other reports which we from time to time file with the Securities and Exchange Commission, available publicly on the SEC Web site, [www.sec.gov](http://www.sec.gov), and on the Steel Dynamics Web site, [www.steeldynamics.com](http://www.steeldynamics.com)

## Steel Dynamics, Inc.

### UNAUDITED CONSOLIDATED STATEMENTS OF INCOME (in thousands, except per share data)

	Three Months Ended March 31,	
	<u>2005</u>	<u>2004</u>
<b>Net sales</b>	\$ 570,706	\$ 384,145
Costs of goods sold	441,929	307,670
Selling, general and administrative expenses	<u>22,454</u>	<u>17,935</u>
<b>Operating income</b>	106,323	58,540
Interest expense	8,077	9,504
Other (income) expense, net	<u>(578)</u>	<u>(2,103)</u>
<b>Income before income taxes</b>	98,824	51,139
Income taxes	<u>38,047</u>	<u>19,177</u>
<b>Net income</b>	<u>\$ 60,777</u>	<u>\$ 31,962</u>
<b>Basic earnings per share</b>	<u>\$ 1.27</u>	<u>\$ .65</u>
Weighted average common shares outstanding	<u>47,703</u>	<u>48,947</u>
<b>Diluted earnings per share,</b> including effect of assumed conversions	<u>\$ 1.12</u>	<u>\$ .58</u>
Weighted average common shares and share equivalents outstanding	<u>54,828</u>	<u>56,212</u>
<b>Dividends declared per share</b>	<u>\$ .10</u>	<u>\$ .-</u>

## Steel Dynamics, Inc.

### UNAUDITED SUPPLEMENTAL OPERATING INFORMATION

	Three Months Ended	
	March 31,	
	2005	2004
<b>Shipments and Production Data (tons)</b>		
Shipments		
Steel Operations*	845,718	787,478
Other Operations**	97,241	92,888
Intercompany	<u>(89,816)</u>	<u>(81,738)</u>
Consolidated shipments	<u>853,143</u>	<u>798,628</u>
Steel Operations* production	882,311	809,975
Average consolidated selling price per ton	\$ 669	\$ 481

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\* Steel Operations include the company's Flat Roll Division, Structural and Rail Division and Bar Products Division.

\*\* Other Operations include New Millennium Building Systems, Paragon Steel Trading and Iron Dynamics.

## Steel Dynamics, Inc.

### CONSOLIDATED BALANCE SHEETS (in thousands)

	<u>March 31,</u> <u>2005</u> (unaudited)	<u>December 31,</u> <u>2004</u>
<b>Assets</b>		
<b>Current assets</b>		
Cash and equivalents	\$ 3,747	\$ 16,334
Accounts receivable	267,793	253,861
Inventories	395,635	381,488
Deferred income taxes	7,400	6,856
Other current assets	<u>7,726</u>	<u>18,980</u>
<b>Total current assets</b>	682,301	677,519
<b>Property, plant and equipment, net</b>	1,022,198	1,024,044
<b>Restricted cash</b>	1,589	989
<b>Other assets</b>	<u>30,359</u>	<u>31,067</u>
<b>Total assets</b>	<u>\$ 1,736,447</u>	<u>\$ 1,733,619</u>
<b>Liabilities and Stockholders' Equity</b>		
<b>Current liabilities</b>		
Accounts payable	\$ 152,530	\$ 141,888
Accrued interest	3,157	8,796
Accrued expenses	47,322	75,750
Current portion of long-term debt	<u>8,846</u>	<u>6,774</u>
<b>Total current liabilities</b>	211,855	233,208
<b>Long-term debt</b> , including bond premium of \$6,725 and \$7,147 at March 31, 2005 and December 31, 2004, respectively	460,330	441,605
<b>Deferred income taxes</b>	222,792	209,215
<b>Minority interest</b>	2,588	2,469
<b>Commitments and contingencies</b>		
<b>Stockholders' equity</b>		
Common stock	527	523
Treasury stock, at cost	(160,841)	(84,141)
Additional paid-in capital	402,865	390,505
Retained earnings	<u>596,331</u>	<u>540,235</u>
<b>Total stockholders' equity</b>	<u>838,882</u>	<u>847,122</u>
<b>Total liabilities and stockholders' equity</b>	<u>\$ 1,736,447</u>	<u>\$ 1,733,619</u>

## Steel Dynamics, Inc.

### UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS (in thousands)

	Three Months Ended March 31,	
	2005	2004
<b>Operating activities</b>		
Net income	\$ 60,777	\$ 31,962
Adjustments to reconcile net income to net cash provided by operating activities		
Depreciation and amortization	21,830	18,779
Deferred income taxes	13,033	11,668
Minority interest	118	649
Changes in certain assets and liabilities:		
Accounts receivable	(13,932)	(38,573)
Inventories	(14,147)	(51,493)
Accounts payable	10,843	49,263
Other working capital	<u>(23,547)</u>	<u>(11,590)</u>
Net cash provided by operating activities	<u>54,975</u>	<u>10,665</u>
<b>Investing activities</b>		
Purchase of property, plant and equipment	(19,141)	(23,905)
<b>Financing activities</b>		
Issuance of long-term debt	61,308	29,939
Repayment of long-term debt	(40,511)	(33,659)
Issuance of common stock (net of expenses) and proceeds and tax benefits from exercise of stock options	12,364	10,086
Purchase of treasury stock	(76,700)	(238)
Dividends paid	(4,882)	-
Debt issuance costs	<u>-</u>	<u>(24)</u>
Net cash provided by (used in) financing activities	<u>(48,421)</u>	<u>6,104</u>
Decrease in cash and equivalents	(12,587)	(7,136)
Cash and equivalents at beginning of period	<u>16,334</u>	<u>65,430</u>
Cash and equivalents at end of period	<u>\$ 3,747</u>	<u>\$ 58,294</u>

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