

Edgar Filing: UNIVERSAL STAINLESS & ALLOY PRODUCTS INC - Form 8-K

UNIVERSAL STAINLESS & ALLOY PRODUCTS INC  
Form 8-K  
October 19, 2006

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 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): October 19, 2006

Universal Stainless & Alloy Products, Inc.

-----  
(Exact name of registrant as specified in its charter)

|  |                                      |   |
|--|--------------------------------------|---|
| Delaware   | 000-25032                            | 25-1724540                                    |
| -----<br>(State or other jurisdiction<br>of incorporation) | -----<br>(Commission<br>File Number) | -----<br>(IRS Employer<br>Identification No.) |

600 Mayer Street, Bridgeville, Pennsylvania 15017

-----  
(Address of principal executive offices) (Zip code)

Registrant's telephone number, including area code: (412) 257-7600

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.):

- / / 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 2.02. Results of Operations and Financial Condition.

On October 19, 2006, Universal Stainless and Alloy Products, Inc. issued a press release regarding its earnings for the third quarter ended September 30, 2006. A copy of the press release is attached hereto.

The information in this Current Report on Form 8-K, including the attached press release, shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to

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the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

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 hereunto duly authorized.

UNIVERSAL STAINLESS & ALLOY PRODUCTS, INC.

By: /s/ Richard M. Ubinger

-----  
Vice President of Finance,  
Chief Financial Officer and Treasurer

Dated: October 19, 2006

[GRAPHIC OMITTED] [GRAPHIC OMITTED]

CONTACTS: Richard M. Ubinger  
Vice President of Finance,  
Chief Financial Officer and Treasurer  
(412) 257-7606

June Filingeri  
President  
Comm-Partners LLC  
(203) 972-0186

FOR IMMEDIATE RELEASE  
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UNIVERSAL STAINLESS REPORTS RECORD SALES AND EARNINGS FOR THIRD QUARTER 2006  
- EPS REACHES \$0.86 ON \$55 MILLION IN SALES -

BRIDGEVILLE, PA, OCTOBER 19, 2006 - UNIVERSAL STAINLESS & ALLOY PRODUCTS, INC. (NASDAQ: USAP) reported today that net income for the third quarter of 2006 rose 73% to a record \$5.7 million, or \$0.86 per diluted share, on a 28% increase in sales, which reached a record \$55.1 million. This compares with net income of \$3.3 million, or \$0.51 per diluted share, and sales of \$43.1 million reported in the third quarter of 2005.

Third quarter 2006 results exceeded the Company's forecast of diluted EPS of \$0.65 to \$0.70 and sales of \$45 to \$50 million.

Net income for the nine-month period ended September 30, 2006 rose 50% to a record \$14.2 million, or \$2.15 per diluted share, on a 16% increase in sales, which reached a record \$148.1 million. In the prior year period net income was \$9.5 million, or \$1.47 per diluted share, and sales were \$128.0 million.

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President and CEO Mac McAninch commented: "Continued robust aerospace demand, coupled with strong petrochemical and power generation markets, enabled us to achieve record results for the third quarter of 2006. Sales were further accelerated by the rapid increase in the cost of nickel, a major component of stainless steel, which increased the prices of our products due to the effect of the surcharge mechanism. Our Dunkirk operation also benefited from continued workforce additions, the timing of feedstock procurement and effective cost management. As a result, Dunkirk's sales reached \$20 million and its operating margin rose to a record 19% of sales."

USAP REPORTS RECORD 2006 THIRD QUARTER RESULTS

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Mr. McAninch continued: "Our investment in a sixth vacuum-arc remelt (VAR) furnace and the addition of milling machines and a plate flattener in Bridgeville enabled us to take advantage of our market opportunity and work down some of our substantial backlog. We completed installation of a seventh VAR furnace ahead of schedule this summer and expect to see a full-quarter benefit in the first quarter of 2007."

Mr. McAninch concluded: "We remain optimistic about the balance of the year even though we expect to see the normal seasonal patterns come into play in December and have developed our forecast accordingly. We see favorable conditions in our end markets continuing into 2007 and beyond."

### SEGMENT REVIEW

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In the third quarter of 2006, the Universal Stainless & Alloy Products segment had record sales of \$47.2 million and operating income of \$4.0 million, yielding an operating margin of 9%. This compares with third quarter 2005 sales of \$40.0 million and operating income of \$4.0 million, or 10% of sales. In the second quarter of 2006, sales were \$45.7 million and operating income was \$5.8 million, or 13% of sales. The reduction in operating margin in the 2006 third quarter is primarily due to higher material costs incurred in comparison to prior quarters.

The 18% increase in sales from the 2005 third quarter reflects the contribution of the new vacuum-arc remelt furnace installed in December 2005 and additional milling machines and a plate flattener added in the 2006 first quarter. It also was due to higher product prices and a favorable product mix, including growth in shipments to forgers and of bar and plate products to service centers and OEMs. The 3% sales increase over the 2006 second quarter mainly reflected increased shipments of semi-finished product to rerollers and forgers and of bar products to service centers offset by lower shipments of tool steel plate to service centers.

The Dunkirk Specialty Steel segment reported record sales for the 2006 third quarter of \$19.8 million and record operating income of \$3.8 million, resulting in an operating margin of 19%. This compares with sales of \$14.0 million and operating income of \$1.8 million, or 13% of sales, in the third quarter of 2005. In the second quarter of 2006 sales were \$16.2 million and operating income of \$2.3 million, resulting in an operating margin of 14%.

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Dunkirk's sales increased 42% over the 2005 third quarter and 23% over the 2006 second quarter. Operating income increased 117% from the prior year third quarter and rose 69% from the 2006 second quarter. The growth in sales and profitability was due to the previously mentioned factors, including the effect of the surcharge mechanism, workforce additions that helped increase throughput and effective cost management. In addition to increased sales to service centers and OEMs in the 2006 third quarter, Dunkirk's sales to redrawers rose substantially from the previous quarter due to a large shipment of rod product requiring special chemistry.

### BUSINESS OUTLOOK

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The following statements are based on the Company's current expectations. These statements are forward-looking, and actual results may differ materially.

The Company estimates that fourth quarter 2006 sales will range from \$45 to \$50 million and that diluted EPS will range from \$0.70 to \$0.75. This compares with sales of \$42.0 million and diluted EPS of \$0.55 in the fourth quarter of 2005.

The following factors were considered in developing these estimates:

- o The Company's total backlog at September 30, 2006 remained at high levels, approximating \$124 million compared to \$128 million at June 30, 2006.
- o Despite continued strong end market demand, the Company expects normal year-end plant closings and inventory adjustments by its customers as well as trucking constraints to impact its sales company-wide. In line with this, sales from the Dunkirk Specialty Steel segment are expected to approximate \$17 million in the fourth quarter of 2006.

### WEBCAST

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A simultaneous Webcast of the Company's conference call discussing the third quarter of 2006 and the fourth quarter outlook, scheduled at 10:00 a.m. (Eastern) today, will be available on the Company's website at [www.univstainless.com](http://www.univstainless.com), and thereafter archived on the website. A telephone replay of the conference call will be available beginning at 12:00 noon (Eastern) today and continuing through October 26th. It can be accessed by dialing 706-645-9291, passcode 7722080. This is a toll call.

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### ABOUT UNIVERSAL STAINLESS & ALLOY PRODUCTS, INC.

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Universal Stainless & Alloy Products, Inc., headquartered in Bridgeville, Pa., manufactures and markets a broad line of semi-finished and finished specialty steels, including stainless steel, tool steel and certain other alloyed steels. The Company's products are sold to rerollers, forgers, service centers, original equipment manufacturers and wire redrawers.

### FORWARD-LOOKING INFORMATION SAFE HARBOR

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EXCEPT FOR HISTORICAL INFORMATION CONTAINED HEREIN, THE STATEMENTS IN THIS RELEASE ARE FORWARD-LOOKING STATEMENTS THAT ARE MADE PURSUANT TO THE "SAFE

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HARBOR" PROVISION OF THE PRIVATE SECURITIES LITIGATION REFORM ACT OF 1995. FORWARD-LOOKING STATEMENTS INVOLVE KNOWN AND UNKNOWN RISKS AND UNCERTAINTIES THAT MAY CAUSE THE COMPANY'S ACTUAL RESULTS IN FUTURE PERIODS TO DIFFER MATERIALLY FROM FORECASTED RESULTS. THOSE RISKS INCLUDE, AMONG OTHERS, RISKS ASSOCIATED WITH THE RECEIPT, PRICING AND TIMING OF FUTURE CUSTOMER ORDERS, RISKS ASSOCIATED WITH SIGNIFICANT FLUCTUATIONS THAT MAY OCCUR IN RAW MATERIAL AND ENERGY PRICES, RISKS ASSOCIATED WITH THE MANUFACTURING PROCESS AND PRODUCTION YIELDS, RISKS RELATED TO PROPERTY, PLANT AND EQUIPMENT AND RISKS RELATED TO THE ULTIMATE OUTCOME OF THE COMPANY'S CURRENT AND FUTURE LITIGATION AND REGULATORY MATTERS. CERTAIN OF THESE RISKS AND OTHER RISKS ARE DESCRIBED IN THE COMPANY'S FILINGS WITH THE SECURITIES AND EXCHANGE COMMISSION (SEC) OVER THE LAST 12 MONTHS, COPIES OF WHICH ARE AVAILABLE FROM THE SEC OR MAY BE OBTAINED UPON REQUEST FROM THE COMPANY.

- FINANCIAL TABLES FOLLOW -

UNIVERSAL STAINLESS & ALLOY PRODUCTS, INC.  
FINANCIAL HIGHLIGHTS  
(Dollars in thousands, except per share information)  
(Unaudited)

CONSOLIDATED STATEMENT OF OPERATIONS

|                                     | For the Quarter Ended<br>September 30, |           | For the Nine-Months<br>September |    |
|-------------------------------------|--|-----------|----------------------------------|----|
|                                     | 2006                                   | 2005      | 2006                             |    |
|                                     | ----                                   | ----      | ----                             |    |
| NET SALES                           |  |           |                                  |    |
| Stainless steel                     | \$ 41,726                              | \$ 35,573 | \$ 110,159                       | \$ |
| Tool steel                          | 5,408                                  | 4,805     | 18,645                           |    |
| High-strength low alloy steel       | 4,529                                  | 1,506     | 10,322                           |    |
| High-temperature alloy steel        | 2,932                                  | 587       | 7,045                            |    |
| Conversion services                 | 461                                    | 569       | 1,694                            |    |
| Other                               | 54                                     | 57        | 201                              |    |
|                                     | -----                                  | -----     | -----                            |    |
| Total net sales                     | 55,110                                 | 43,097    | 148,066                          |    |
| Cost of products sold               | 42,912                                 | 35,692    | 116,924                          |    |
| Selling and administrative expenses | 3,038                                  | 2,043     | 8,173                            |    |
|                                     | -----                                  | -----     | -----                            |    |
| Operating income                    | 9,160                                  | 5,362     | 22,969                           |    |
| Interest expense                    | (275)                                  | (223)     | (810)                            |    |
| Other income                        | 2                                      | -         | 6                                |    |
|                                     | -----                                  | -----     | -----                            |    |
| Income before taxes                 | 8,887                                  | 5,139     | 22,165                           |    |
| Income tax provision                | 3,199                                  | 1,850     | 7,979                            |    |
|                                     | -----                                  | -----     | -----                            |    |
| Net income                          | \$ 5,688                               | \$ 3,289  | \$ 14,186                        | \$ |
|                                     | =====                                  | =====     | =====                            |    |
| <br>                                |  |           |                                  |    |
| Earnings per share - Basic          | \$ 0.88                                | \$ 0.52   | \$ 2.21                          | \$ |
|                                     | =====                                  | =====     | =====                            |    |
| Earnings per share - Diluted        | \$ 0.86                                | \$ 0.51   | \$ 2.15                          | \$ |
|                                     | =====                                  | =====     | =====                            |    |

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Weighted average shares of  
Common Stock outstanding

|         |           |           |           |   |
|---------|-----------|-----------|-----------|---|
| Basic   | 6,443,570 | 6,383,464 | 6,429,089 | 6 |
| Diluted | 6,615,784 | 6,490,056 | 6,596,787 | 6 |

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### MARKET SEGMENT INFORMATION

|                                  | For the Quarter Ended<br>September 30, |           | For the Nine-Months<br>September |       |
|----------------------------------|--|-----------|----------------------------------|-------|
|                                  | 2006                                   | 2005      | 2006                             | 2005  |
|                                  | ----                                   | ----      | ----                             | ----  |
| <b>NET SALES</b>                 |  |           |                                  |       |
| Service centers                  | \$ 26,394                              | \$ 18,039 | \$ 75,750                        | \$    |
| Rerollers                        | 9,856                                  | 9,762     | 25,080                           |       |
| Forgers                          | 10,614                                 | 8,572     | 25,035                           |       |
| Original equipment manufacturers | 4,421                                  | 3,148     | 13,976                           |       |
| Wire redrawers                   | 3,310                                  | 2,949     | 6,330                            |       |
| Conversion services              | 461                                    | 569       | 1,694                            |       |
| Other                            | 54                                     | 58        | 201                              |       |
|                                  | -----                                  | -----     | -----                            | ----- |
| Total net sales                  | \$ 55,110                              | \$ 43,097 | \$ 148,066                       | \$    |
|                                  | =====                                  | =====     | =====                            | ===== |
| Tons shipped                     | 13,636                                 | 11,952    | 38,421                           |       |
|                                  | =====                                  | =====     | =====                            | ===== |

### BUSINESS SEGMENT RESULTS

#### UNIVERSAL STAINLESS & ALLOY PRODUCTS SEGMENT

|                                     | For the Quarter Ended<br>September 30, |           | For the Nine-Months<br>September |       |
|-------------------------------------|--|-----------|----------------------------------|-------|
|                                     | 2006                                   | 2005      | 2006                             | 2005  |
|                                     | ----                                   | ----      | ----                             | ----  |
| <b>NET SALES</b>                    |  |           |                                  |       |
| Stainless steel                     | \$ 28,342                              | \$ 23,551 | \$ 74,353                        | \$    |
| Tool steel                          | 4,852                                  | 4,569     | 17,466                           |       |
| High-strength low alloy steel       | 2,107                                  | 574       | 5,036                            |       |
| High-temperature alloy steel        | 931                                    | 507       | 2,690                            |       |
| Conversion services                 | 321                                    | 466       | 1,243                            |       |
| Other                               | 39                                     | 57        | 151                              |       |
|                                     | -----                                  | -----     | -----                            | ----- |
| Intersegment                        | 36,592                                 | 29,724    | 100,939                          |       |
|                                     | 10,599                                 | 10,248    | 31,089                           |       |
|                                     | -----                                  | -----     | -----                            | ----- |
| Total net sales                     | 47,191                                 | 39,972    | 132,028                          |       |
| Material cost of sales              | 24,055                                 | 20,876    | 61,809                           |       |
| Operation cost of sales             | 16,965                                 | 13,651    | 49,700                           |       |
| Selling and administrative expenses | 2,124                                  | 1,428     | 5,679                            |       |
|                                     | -----                                  | -----     | -----                            | ----- |
| Operating income                    | \$ 4,047                               | \$ 4,017  | \$ 14,840                        | \$    |
|                                     | =====                                  | =====     | =====                            | ===== |

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## DUNKIRK SPECIALTY STEEL SEGMENT

|                                     | For the Quarter Ended<br>September 30, |           | For the Nine-Months<br>September |    |
|-------------------------------------|--|-----------|----------------------------------|----|
|                                     | 2006                                   | 2005      | 2006                             |    |
| NET SALES                           |  |           |                                  |    |
| Stainless steel                     | \$ 13,384                              | \$ 12,022 | \$ 35,806                        | \$ |
| Tool steel                          | 556                                    | 236       | 1,179                            |    |
| High-strength low alloy steel       | 2,422                                  | 932       | 5,286                            |    |
| High-temperature alloy steel        | 2,001                                  | 80        | 4,355                            |    |
| Conversion services                 | 140                                    | 103       | 451                              |    |
| Other                               | 15                                     | -         | 50                               |    |
|                                     | 18,518                                 | 13,373    | 47,127                           |    |
| Intersegment                        | 1,317                                  | 617       | 2,874                            |    |
|                                     | 19,835                                 | 13,990    | 50,001                           |    |
| Material cost of sales              | 10,847                                 | 8,190     | 27,756                           |    |
| Operation cost of sales             | 4,263                                  | 3,428     | 12,216                           |    |
| Selling and administrative expenses | 914                                    | 615       | 2,494                            |    |
|                                     | 3,811                                  | 1,757     | 7,535                            | \$ |
| Operating income                    | \$ 3,811                               | \$ 1,757  | \$ 7,535                         | \$ |

## CONSOLIDATED BALANCE SHEET

|  | September 30,<br>2006 | December 31,<br>2005 |
|--|-----------------------|----------------------|
|  | -----                 | -----                |
| ASSETS                                       |                       |                      |
| Cash   | \$ 614                | \$ 620               |
| Accounts receivable, net                     | 37,784                | 27,963               |
| Inventory                                    | 63,455                | 51,398               |
| Deferred taxes                               | 1,835                 | 1,084                |
| Other current assets                         | 1,525                 | 1,706                |
|  | 105,213               | 82,771               |
| Total current assets                         | 105,213               | 82,771               |
| Property, plant & equipment, net             | 49,381                | 45,761               |
| Other assets                                 | 500                   | 495                  |
|  | 155,094               | 129,027              |
| Total assets                                 | \$ 155,094            | \$ 129,027           |
| LIABILITIES AND STOCKHOLDERS' EQUITY         |                       |                      |
| Trade accounts payable                       | \$ 18,345             | \$ 12,579            |
| Accrued employment costs                     | 4,919                 | 2,958                |
| Deferred revenue                             | 2,882                 | 384                  |
| Outstanding checks in excess of bank balance | 2,547                 | 3,101                |
| Current portion of long-term debt            | 2,414                 | 1,555                |

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|  |            |            |
|--|------------|------------|
| Other current liabilities                  | 2,037      | 530        |
|  | -----      | -----      |
| Total current liabilities                  | 33,144     | 21,107     |
| Bank revolver                              | 7,153      | 6,117      |
| Long-term debt                             | 9,427      | 11,200     |
| Deferred taxes                             | 9,486      | 9,600      |
|  | -----      | -----      |
| Total liabilities                          | 59,210     | 48,024     |
| Stockholders' equity                       | 95,884     | 81,003     |
|  | -----      | -----      |
| Total liabilities and stockholders' equity | \$ 155,094 | \$ 129,027 |
|  | =====      | =====      |

CONSOLIDATED STATEMENT OF CASH FLOW DATA  
For the Nine-Month Period Ended September 30,

|  | 2006      | 2005     |
|--|-----------|----------|
|  | ----      | ----     |
| Cash flows provided by operating activities:                           |           |          |
| Net income   | \$ 14,186 | \$ 9,480 |
| Adjustments to reconcile to net cash provided by operating activities: |           |          |
| Depreciation and amortization  | 2,460     | 2,301    |
| Loss on retirement of fixed assets                                     | -         | 705      |
| Deferred tax (decrease) increase                                       | (879)     | 193      |
| Stock based compensation expense                                       | 369       | -        |
| Tax benefit from exercise of stock options                             | -         | 173      |
| Excess tax benefits from share-based payment arrangements              | (179)     | -        |
| Changes in assets and liabilities:                                     |           |          |
| Accounts receivable, net   | (9,821)   | (4,530)  |
| Inventory  | (12,057)  | (12,889) |
| Trade accounts payable   | 5,766     | (32)     |
| Deferred revenue   | 2,498     | 310      |
| Accrued employment costs   | 1,961     | 1,466    |
| Other, net   | 1,204     | 1,483    |
|  | -----     | -----    |
| Cash flow provided by operating activities                             | 5,508     | (1,340)  |
|  | -----     | -----    |
| Cash flow used in investing activities:                                |           |          |
| Capital expenditures   | (5,587)   | (5,233)  |
|  | -----     | -----    |
| Cash flow used in investing activities                                 | (5,587)   | (5,233)  |
|  | -----     | -----    |
| Cash flows provided by financing activities:                           |           |          |
| Revolving credit net borrowings  | 1,036     | (197)    |
| Proceeds from long-term debt   | -         | 8,050    |
| Deferred financing costs   | -         | (48)     |
| Long-term debt repayments  | (914)     | (755)    |
| Net change in outstanding checks in excess of bank balance             | (554)     | 248      |
| Proceeds from issuance of common stock                                 | 326       | 554      |



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|   |        |          |
|---|--------|----------|
| Excess tax benefits from share-based payment arrangements | 179    | -        |
|   | -----  | -----    |
| Cash flow provided by financing activities                | 73     | 7,852    |
|   | -----  | -----    |
| Net cash flow   | \$ (6) | \$ 1,279 |
|   | =====  | =====    |