

SCHNITZER STEEL INDUSTRIES INC

Form 8-K/A

April 20, 2006

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**FORM 8-K/A**  
Amendment No. 1

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15 (d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): February 28, 2006

**SCHNITZER STEEL INDUSTRIES, INC.**  
(Exact name of registrant as specified in its charter)

|   |                          |   |
|---|--------------------------|---|
| <b><u>OREGON</u></b>                              | <b><u>0-22496</u></b>    | <b><u>93-0341923</u></b>                |
| (State or Other Jurisdiction<br>of Incorporation) | (Commission File Number) | (I.R.S. Employer<br>Identification No.) |

|  |                          |
|--|--------------------------|
| <b>3200 N.W. Yeon Ave.</b>               |                          |
| <b>P.O. Box 10047</b>                    |                          |
| <b><u>Portland, OR</u></b>               | <b><u>97296-0047</u></b> |
| (Address of Principal Executive Offices) | (Zip Code)               |

Registrant's Telephone Number, Including Area Code: **(503) 224-9900**

**N/A**  
(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 (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 5.02 DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS**

On February 28, 2006, the Board of Directors (the "Board") of Schnitzer Steel Industries, Inc. (the "Company") increased the number of directors on the Board from ten to eleven and elected William D. Larsson as a director of the Company. Mr. Larsson's membership on any committee of the Board was not determined as of February 28, 2006. This amendment to the Company's Current Report on Form 8-K filed on March 3, 2006 is to report that it has been determined that Mr. Larsson will be a member of the Board's audit committee.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

(d) Exhibits.

99.1 Press Release dated March 3, 2006 (incorporated by reference to Exhibit 99.1 of the original version of this Current Report on Form 8-K filed on March 3, 2006).

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**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.

SCHNITZER STEEL INDUSTRIES, INC.  
(Registrant)

Date: April 20, 2006

By: /s/ Gregory J. Witherspoon

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Name: Gregory J. Witherspoon  
Title: Chief Financial Officer

**Exhibit Index**

**Exhibit No.**

**Description**

99.1 Press Release dated March 3, 2006 (incorporated by reference to Exhibit 99.1 of the original version of this Current Report on Form 8-K filed on March 3, 2006).