

Aleris International, Inc.  
Form 8-K/A  
May 18, 2006

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**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): May 18, 2006

**ALERIS INTERNATIONAL, INC.**

(Exact name of Registrant as specified in charter)

**Delaware**  
(State or other jurisdiction of

**1-7170**  
(Commission File Number)

**75-2008280**  
(I.R.S. Employer Identification No.)

incorporation)

**25825 Science Park Drive, Suite 400**

**Beachwood, Ohio**  
(Address of principal executive offices)

**44122**  
(Zip Code)

Registrant's telephone number, including area code: (216) 910-3400

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 7.01. Regulation FD Disclosure**

On May 18, 2006, Steven J. Demetriou gave a presentation at the Company's Annual Meeting of Stockholders for 2006. The Company's Current report on Form 8-K, filed earlier today, contained a typographical error in Exhibit 99.1 on Slide 22 of the presentation. A copy of the corrected Slide 22 is attached hereto as Exhibit 99.1.

The information contained in this Current Report on Form 8-K and on Exhibit 99.1 contains certain forward-looking statements within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Statements contained in this report and on such exhibit that are not historical in nature are considered to be forward-looking statements. They include statements regarding our expectations, hopes, beliefs, estimates, intentions or strategies regarding the future. These include statements that contain words such as "believe", "expect", "anticipate", "intend", "estimate", "should", and similar expressions intended to connote future events and circumstances, and include statements regarding future earnings and earnings per share, future improvements in margins, processing volumes and pricing, improvements in internal controls, future effects of derivatives accounting, anticipated continuation of strengthened U.S. and worldwide industrial activity, expected cost savings, and anticipated synergies resulting from the acquisitions of Commonwealth Industries Inc., ALSCO Holdings, Inc., certain assets of Ormet Corporation, Alumitech, Inc., and Tomra Latasa Reciclagem.

Investors are cautioned that all forward-looking statements involve risks and uncertainties, and that actual results could differ materially from those described in the forward-looking statements. These risks and uncertainties would include, without limitation, our ability to effectively integrate the business and operations of Commonwealth and our other acquisitions; slowdowns in automotive production in the U.S. and Europe; the financial condition of our customers and future bankruptcies and defaults by our major customers; the availability at favorable cost of aluminum scrap and other metal supplies that we process; our ability to enter into effective metals, natural gas and other commodity derivatives; future natural gas and other fuel costs; a weakening in industrial demand resulting from a decline in economic conditions, including any decline caused by terrorist activities or other unanticipated events; future utilized capacity of our various facilities; restrictions on and future levels and timing of capital expenditures; retention of major customers; the timing and amounts of collections; the future mix of product sales vs. tolling business; currency exchange fluctuations; future write-downs or impairment charges which may be required because of the occurrence of uncertainties listed above; and other risks listed in our filings with the Securities and Exchange Commission, including but not limited to our annual report on Form 10-K for the year ended December 31, 2005 and our quarterly report on Form 10-Q for the quarter ended March 31, 2006, particularly the sections entitled "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" contained therein.

The forward-looking statements contained in this report and on such exhibit are made only as of the date hereof. We do not assume any obligation to update any of these forward-looking statements.

**Item 9.01. Financial Statements and Exhibits**

(c) *Exhibits.*

| <b>Number</b> | <b>Description</b>                                                      |
|---------------|-------------------------------------------------------------------------|
| 99.1          | Corrected Slide Number 22 of the Aleris Presentation dated May 18, 2006 |

**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.

Dated: May 18, 2006

**ALERIS INTERNATIONAL, INC.**

/s/ Robert R. Holian  
Robert R. Holian  
Senior Vice President and Controller

**INDEX TO EXHIBITS**

**Exhibit**

| <b>Number</b> | <b>Description</b>                                                      | <b>Page</b> |
|---------------|-------------------------------------------------------------------------|-------------|
| 99.1          | Corrected Slide Number 22 of the Aleris Presentation dated May 18, 2006 |             |