

SCHNITZER STEEL INDUSTRIES INC  
Form 8-K  
August 03, 2007

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

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**FORM 8-K**

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

Date of report (Date of earliest event reported): **August 1, 2007**

SCHNITZER STEEL INDUSTRIES, INC.  
(Exact Name of Registrant as Specified in Its Charter)

**OREGON**  
(State or Other Jurisdiction  
of Incorporation)

**0-22496**  
(Commission File Number)

**93-0341923**  
(I.R.S. Employer  
Identification No.)

**3200 N.W. Yeon Ave.  
P.O. Box 10047  
Portland, OR**  
(Address of Principal Executive Offices)

**97296-0047**  
(Zip Code)

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

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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 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year**

On August 1, 2007, the Board of Directors amended the Restated Bylaws to add a new Section 6.2(4) to expressly permit the issuance of shares of stock without such shares being represented by stock certificates. The amendment was effective on August 1, 2007. A copy of the Restated Bylaws, as amended, is filed with this report as Exhibit 3(ii).

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits.

3.(ii) Restated Bylaws, as amended

**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 thereunto duly authorized.

**SCHNITZER STEEL INDUSTRIES, INC.**  
(Registrant)

Dated: August 3, 2007

By:

/s/ RICHARD C. JOSEPHSON

\_\_\_\_\_  
Name: Richard C. Josephson  
Title: Vice President, General Counsel and  
Secretary



**Exhibit Index**

**Exhibit No.**

**Description**

3.(ii)

Restated Bylaws, as amended

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