

NATIONAL STEEL CO
Form 6-K
April 11, 2019

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 6-K

Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16 of the
Securities Exchange Act of 1934

For the month of April, 2019
Commission File Number 1-14732

COMPANHIA SIDERÚRGICA NACIONAL

(Exact name of registrant as specified in its charter)

National Steel Company

(Translation of Registrant's name into English)

Av. Brigadeiro Faria Lima 3400, 20º andar
São Paulo, SP, Brazil
04538-132

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports
under cover Form 20-F or Form 40-F. Form 20-F ☒ Form 40-F ☐

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby
furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes ☐ No ☒

COMPANHIA SIDERÚRGICA NACIONAL

Corporate Taxpayer's ID (CNPJ/MF): 33.042.730/0001-04

Company Registry (NIRE): 35300396090

Publicly-held Company

Announcement of CSN Resources S.A.'s Pricing of US\$600.0 Million of 7.625% Notes Due 2026 and Re-tap of US\$400.0 Million of 7.625% Notes Due 2023

São Paulo, April 10, 2019 – Companhia Siderúrgica Nacional (“CSN”) (NYSE: SID) announced today that its subsidiary, CSN Resources S.A., priced an offering of US\$600.0 million in aggregate principal amount of 7.625% notes due 2026 (the “2026 Notes”) and a re-tap offering of US\$400.0 million in aggregate principal amount of 7.625% notes due 2023 (the “Additional 2023 Notes,” and together with the 2026 Notes, the “Notes”), offered pursuant to exemptions from registration under Rule 144A and Regulation S under the U.S. Securities Act of 1933, as amended (the “Securities Act”), expected to close on April 17, 2019. The Additional 2023 Notes were offered as a further issuance of and will be consolidated and form a single fungible series with CSN Resources S.A.'s 7.625% notes due 2023 issued in an aggregate principal amount of US\$350.0 million on February 13, 2018, raising the total outstanding aggregate principal amount on this tranche to US\$750.0 million.

CSN expects to use the net proceeds from these offerings (i) to purchase (a) any and all outstanding 6.875% senior unsecured guaranteed notes due 2019, or the 2019 Notes, and (b) outstanding 6.50% senior unsecured guaranteed notes due 2020 in an amount not to exceed US\$1.0 billion *less* the aggregate principal amount of 2019 Notes validly tendered and accepted for purchase, and (ii) for general corporate purposes. The expected expiration date for the concurrent tender offers, which were announced on April 5, 2019, is May 3, 2019.

The Notes were offered and sold only to qualified institutional buyers in accordance with Rule 144A under the Securities Act and to non-U.S. persons in accordance with Regulation S under the Securities Act. When issued, the Notes will not have been registered under the Securities Act or state securities laws and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the Securities Act and applicable state securities laws. This press release does not constitute an offer to sell or the solicitation of an offer to buy the Notes or any other securities and shall not constitute an offer, solicitation or sale in any jurisdiction in which, or to any person to whom, such an offer, solicitation or sale is unlawful. Any offers of the Notes will be made only by means of a private offering memorandum.

São Paulo, April 10, 2019

COMPANHIA SIDERÚRGICA NACIONAL

Marcelo Cunha Ribeiro

Chief Financial and Investor Relations Officer

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.

Date: April 10, 2019

COMPANHIA SIDERÚRGICA NACIONAL

By: /s/ Benjamin Steinbruch

Benjamin Steinbruch
Chief Executive Officer

By: /s/ Marcelo Cunha Ribeiro

Marcelo Cunha Ribeiro
Chief Financial and Investor Relations Officer

FORWARD-LOOKING STATEMENTS

This press release may contain forward-looking statements. These statements are statements that are not historical facts, and are based on management's current view and estimates of future economic circumstances, industry conditions, company performance and financial results. The words "anticipates", "believes", "estimates", "expects", "plans" and similar expressions, as they relate to the company, are intended to identify forward-looking statements. Statements regarding the declaration or payment of dividends, the implementation of principal operating and financing strategies and capital expenditure plans, the direction of future operations and the factors or trends affecting financial condition, liquidity or results of operations are examples of forward-looking statements. Such statements reflect the current views of management and are subject to a number of risks and uncertainties. There is no guarantee that the expected events, trends or results will actually occur. The statements are based on many assumptions and factors, including general economic and market conditions, industry conditions, and operating factors. Any changes in such assumptions or factors could cause actual results to differ materially from current expectations.
