

Edgen Group Inc.  
Form 8-K  
October 01, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**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 1, 2012**

**EDGEN GROUP INC.**

**EM HOLDINGS LLC**

(Exact names of registrants as specified in their charters)

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Commission File Number  
001-35513  
033-10003

State of Incorporation  
Delaware  
Delaware  
18444 Highland Road

IRS Employer Identification No.  
38-3860801  
80-0800485

Baton Rouge, Louisiana 70809

(225) 756-9868

(Registrants address of principal executive offices and telephone number)

Not Applicable

(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:

- .. 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 8.01. Other Events**

On October 1, 2012, Edgen Group Inc. ( "Edgen Group" ) issued a press release announcing that Edgen Murray Corporation (the "Company" ), an indirect subsidiary of Edgen Group and a direct, wholly-owned subsidiary of EM Holdings LLC, had commenced a cash tender offer for any and all of the Company's \$465,000,000 aggregate principal amount of 12 1/4% senior secured notes due 2015 (CUSIP Nos. 280148 AC1 and 280148 AA5) and a related consent solicitation to amend the indenture relating to these notes.

Concurrently with the announcement of the tender offer, Edgen Group also announced the Company's proposed offering of \$575 million aggregate principal amount of senior secured notes due 2020 and refinancing of other existing debt. These notes are being offered through a private placement to qualified institutional buyers in the United States pursuant to Rule 144A under the Securities Act and outside the United States pursuant to Regulation S under the Securities Act.

In conjunction with the proposed refinancing transactions referred to above, Edgen Group also announced updated guidance for the 2012 fiscal year.

A copy of the press release is attached hereto as Exhibit 99.1 to this current report on Form 8-K and the information contained therein is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits**

99.1 Press Release, dated October 1, 2012.

**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.

**EDGEN GROUP INC.**

**EM HOLDINGS LLC**

Date: October 1, 2012

By: /s/ David L. Laxton, III  
David L. Laxton, III  
Chief Financial Officer

**EXHIBIT INDEX**

<b>Exhibit Number</b>		<b>Description</b>
99.1	Press Release, dated October 1, 2012.	