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): February 29, 2016

SYNALLOY CORPORATION

(Exact name of registrant as specified in its charter)

Delaware	**0-19687**	**57-0426694**
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

775 Spartan Blvd, Suite 102, PO Box 5627, Spartanburg, SC	**29304**
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: **(864) 585-3605**

Inapplicable
(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)
[ ] 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 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On February 29, 2016, Synalloy Corporation ("the Company") issued a press release announcing financial information for its fourth quarter ended December 31, 2015. The press release is attached as Exhibit 99 to this Form 8-K and is furnished to, but not filed with, the Commission.

ITEM 7.01. REGULATION FD DISCLOSURE

On February 29, 2016, the Company held a conference call, a transcript of which is filed herewith as Exhibit 99.1.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

Exhibit Number	Description of Exhibit
99	Synalloy Corporation Press Release dated December 31, 2015.
99.1	Transcript of Conference Call held on February 29, 2016.

Please see Exhibit 99 for Registrant's 2015 fourth quarter earnings release and Exhibit 99.1 for the transcript of the conference call held for the earnings release.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on behalf by the undersigned hereunto duly authorized.

SYNALLOY CORPORATION

By: /S/ DENNIS M. LOUGHRAN
Dennis M. Loughran
Chief Financial Officer

By: /S/ RICHARD D. SIERADZKI
Richard D. Sieradzki
Principal Accounting Officer

Dated: March 7, 2016

Exhibit Number	**Name**
99	Press Release of Synalloy Corporation dated February 29, 2016.
99.1	Transcript of Conference Call held on February 29, 2016.

Exhibit 99

NEWS RELEASE

FOR IMMEDIATE RELEASE

Synalloy Reports 2015 Results: Adjusted EBITDA in Line With Previous Full Year Guidance; Goodwill Impaired for Metals Segment

Spartanburg, South Carolina, February 29, 2016...Synalloy Corporation (Nasdaq:SYNL), today announced net sales from continuing operations for the fourth quarter of 2015 of $35.6 million. This represents a decrease of $13.0 million or 27% when compared to net sales from continuing operations for the fourth quarter of 2014. Net sales from continuing operations for the full-year 2015 were $175.5 million, down $24.0 million or 12% from 2014.

For the fourth quarter of 2015 the Company recorded a net loss from continuing operations of $17.7 million, or ($2.04) per share. This compares to net earnings from continuing operations of $1.4 million, or $0.16 per share for fourth quarter 2014. For the full-year 2015, the net loss from continuing operations totaled $10.3 million, or ($1.18) per share. This compared to full-year 2014 net earnings from continuing operations of $12.6 million, or $1.45 per share. The fourth quarter and full-year 2015 results were impacted by a fourth quarter 2015 pretax charge of $17.2 million, representing the impairment of goodwill for two Metals Segment business units, Specialty Pipe & Tube, Inc. ("Specialty") and Palmer of Texas Tanks, Inc. ("Palmer"). The non-cash charge represents the application of accounting rules requiring periodic (at least annual) impairment assessments of goodwill recorded by our business units. This assessment involves a comparison of the book value of the business units to fair value determined through analysis of management's financial projections, as well as consideration of our market capitalization. The results of the impairment analysis were significantly impacted by the Company's stock price of $6.88 per share at December 31, 2015. A more detailed description of the accounting assessment is provided below.

The Company's performance utilizing its two standard non-GAAP financial measures, Adjusted Net Income and Adjusted EBITDA, (as defined below), was as follows:

- Adjusted Net Income for the fourth quarter of 2015 was $176,000, or $0.02 per share. This represents a 91% decline from the fourth quarter 2014 Adjusted Net Income of $1.9 million, or $0.22 per share. For the full-year of 2015, Adjusted Net Income was $7.5 million, or $0.86 per share, down 26% from 2014 Adjusted Net Income of $10.1 million, or $1.16 per share.

- Adjusted EBITDA for the fourth quarter of 2015 decreased $3.0 million or 62% to $1.8 million, or $0.21 per share. This compares to Adjusted EBITDA of $4.8 million, or $0.55 per share for the fourth quarter of 2014. For the full-year 2015, Adjusted EBITDA was $19.4 million, or $2.23 per share. This represents a decrease of $2.6 million or 12% when compared to 2014 results.

  While Adjusted EBITDA does account for certain add backs as defined below, the fourth quarter and twelve month figures for 2015 were impacted by certain one-time general, administrative and operating costs, that are not subject to add back treatment, but are not expected to recur in 2016 and beyond. These costs totaled $1.7 million and $2.7 million, for the fourth quarter and full-year 2015, respectively. The costs represent certain professional services and other costs (audit, Sarbanes-Oxley compliance, shelf registration, anti-dumping legal fees, staffing redundancies and severance expenses), as well as environmental audit and administrative settlements. These items were at uniquely high and concentrated levels of expenditure compared to anticipated levels going forward.

Metals Segment

Sales from continuing operations during the fourth quarter of 2015 totaled $22.4 million, a decrease of $9.8 million or 30% from the fourth quarter of 2014. Sales from continuing operations for the full-year 2015 were $114.9 million, a decrease of $19.4 million or 14% from 2014.

The Metals Segment's operating results from continuing operations decreased $4.0 million to a loss of $1.5 million for the fourth quarter of 2015 compared to a profit of $2.5 million for the fourth quarter of 2014. For the full-year 2015, operating income from continuing operations for the Metals Segment decreased 79% to $2.8 million, impacted by the following factors:

a) The inclusion of the operating results of Specialty for the full year of 2015 compared to one month in 2014. Specialty had an operating loss of $90,000 and $1.6 million of operating income for the fourth quarter and full-year 2015, respectively, compared to $493,000 of operating income for both the fourth quarter and full-year 2014;

b) Continued low oil and gas prices had an unfavorable effect on sales and profits for our storage tank and carbon pipe distribution facilities, as well as our stainless steel welded pipe markets;

c) The dumping of welded stainless pressure pipe from India resulted in lower sales, as well as margin compression during 2015; and

d) As a result of a continued drop in nickel prices during 2015, the Company experienced inventory losses of approximately $2.4 million and $8.1 million for the fourth quarter and full-year 2015, respectively. This compares to inventory losses of approximately $228,000 and $107,000, respectively, for the same periods of 2014.

As discussed in previous quarters' disclosures, the fire at the storage tank facility in late April 2015, shut down the fiberglass fabrication area of the facility resulting in financial losses. These losses were offset by business interruption insurance proceeds of $189,000 and $1.2 million, for the fourth quarter and full-year 2015, respectively.

As reported earlier in this earnings release, fourth quarter of 2015 results include a pre-tax charge of $17.2 million representing the combined value of goodwill impairments for Specialty and Palmer. Accounting rules require an annual (or more frequent) multi-step analysis to determine whether or not the book value of goodwill is impaired. During the Company's performance of the first step in this process the Company employed a discounted cash flow methodology based on management's financial projections to estimate the fair value of its business units. The results of the discounted cash flow analysis preliminarily indicated that the calculated fair value of the business units was in excess of the book value (including goodwill). However, the Company also considered the large decline in its share price and was required to analyze the difference between fair value determined using market capitalization as its basis, compared to fair value determined using the previously described discounted cash flow method. With the share price decline, our market capitalization at the end of 2015 was less than $60.0 million. This was down from $164.0 million at the end of 2014. Due to the decline in market capitalization of over $100.0 million during 2015, the Company's analysis concluded there is an impairment to the goodwill for Specialty and Palmer, both with the most significant exposure to declines in the oil and gas market. While this represents a permanent impairment, it is based on stock pricing dynamics that we do not believe currently reflect the future value of the two impacted business units. In 2015, both businesses were EBITDA positive, during a period we believe represents the bottom of the market for the oil and gas segments of their business. In addition, both businesses have maintained or gained market share, and stand ready to support our customer base when those markets inevitably rebound.

Specialty Chemicals Segment

Sales for the Specialty Chemicals Segment in the fourth quarter of 2015 were $13.1 million, representing a $3.2 million or 20% decrease from the same quarter of 2014. Sales for the full-year 2015 were $60.6 million, a decrease of $4.6 million or 7% from 2014. The change in sales from 2014 on a year-to-date basis is primarily due to lower unit sales prices resulting from lower raw materials costs. While this negatively impacts the Company's top line sales, this is significantly offset by lower input costs.

The Specialty Chemicals Segment's operating income for the fourth quarter of 2015 decreased 23% from the prior year quarter to $1.0 million. The decrease in operating income resulted primarily from lower sales volumes. For the full-year 2015, the Specialty Chemicals Segment's operating income decreased 8% to $5.7 million. The decrease in operating income resulted from lower sales, primarily associated with weak demand from the oil and gas sector, combined with higher repairs and maintenance, utilities, waste disposal and depreciation expenses. Tolled products continue to outperform management's acquisition projections and had a positive impact on profitability during the full year of 2015.

Other Items

Unallocated corporate expenses for the fourth quarter of 2015 increased $1.0 million to $1.8 million (5.0% of sales) compared to $789,000 (1.6% of sales) for the fourth quarter of 2014. For the full year, unallocated corporate expenses increased $1.9 million to $5.2 million (3.0% of sales) in 2015 up from $3.3 million (1.7% of sales) in 2014. The fourth quarter and twelve month increases resulted primarily from higher professional fees and higher personnel costs. Some $765,000 of these are costs that are not expected to recur in 2016 and beyond.

Acquisition costs during the total year of 2015 mainly represent professional fees associated with the Specialty acquisition.

Interest expense for the fourth quarter of 2015 was $255,000 compared to $303,000 for the fourth quarter of 2014. For the twelve months, interest expense increased to $1.2 million for 2015 compared to $1.1 million for 2014.

The change in fair value of the interest rate swap contracts decreased unallocated expenses for the fourth quarter of 2015 by $192,000 and increased unallocated expenses by $234,000 for the fourth quarter of 2014. For the full-year 2015, unallocated expenses increased by $42,000 for the change in fair value of the interest rate swap contracts, compared to an increase of $426,000 for the full-year 2014.

During 2014 and 2015, management reviewed the earn-out reserves for the Palmer and Specialty acquisitions and determined that there was no likelihood that the minimum threshold sales target would be achieved. As a result, the Company recorded favorable adjustments to earn-out payment liabilities totaling $4.9 million and $3.5 million for the total years 2015 and 2014, respectively.

In the fourth quarter of 2015 the Company received final proceeds from settlement of the insurance claim for the fire at Palmer and booked a casualty insurance gain of $923,000. That amount represents the value of insurance payments exceeding the net book value of assets damaged in the loss. The favorable casualty gain adjustment was recorded at the parent company level.

Other income of $135,000 for the twelve months of 2015 represents life insurance proceeds received in excess of cash surrender value for a former officer of the Company.

The Company's cash balance increased $364,000 during 2015 from $27,000 at the end of 2014 to $391,000 as of December 31, 2015.

a) Net accounts receivable decreased $11.4 million at year-end 2015 when compared to 2014. This resulted primarily from lower sales in the last two months of 2015 compared to the last two months of 2014;

b) Net inventories decreased $3.9 million at December 31, 2015 as compared to year-end 2014 due substantially to efforts to balance inventory with projected business levels. During the second half of 2015 the Company reduced inventories by more than $11 million from a second quarter peak of more than $75 million;

c) Accounts payable decreased $9.1 million as of December 31, 2015 from the prior year-end. The decline was primarily due to the non-recurrence of large purchase of stainless steel that took place in December, 2014 to obtain favorable pricing, as well as lower procurement and operating activities due to lower sales levels; and

d) Capital expenditures for the twelve months of 2015 were $10.9 million, including $3.4 million for the new heavy wall steel manufacturing project and $1.5 million for Specialty Chemicals' capacity expansion.

The Company had $28.1 million of fixed-rate bank debt outstanding as of December 31, 2015. Covenants under the various debt agreements include maintaining a certain funded debt to EBITDA ratio, a minimum tangible net worth, a total liabilities to tangible net worth ratio, and a maximum amount of capital expenditures per year. The Company is in compliance with all debt covenants at December 31, 2015.

Outlook

Two main factors continue to affect the Company's outlook as we project our results for 2016: low nickel and oil prices.

Nickel prices, which are reflected in the sales price of the Company's stainless steel products, have fallen consistently during 2015 with nickel decreasing 13%, 7%, 18% and 15% sequentially during the four quarters of 2015, respectively. That decline and general market weakness led to total metal and inventory losses of $8.1 million as noted above. However, our inventory gains and losses are determined by a number of factors including sales mix and the holding period of particular products. As a consequence, there may not be a direct correlation between the direction of stainless steel surcharges and inventory profits or losses at a particular point in time. We foresee a more neutral scenario in 2016, as nickel prices are currently extremely low and have shown some resilience at a level where, in management's opinion, they should be near the bottom of the cycle. We are not predicting any appreciable upward movement, but we are also not predicting any further significant downward movement through year-end 2016. In addition, we have implemented a costless collar hedging program that will provide downside coverage if any further significant downward movement is experienced in pricing.

Lower oil prices affect the demand for products throughout our Metals Segment, and with oil prices expected to remain weak during 2016, sales for storage tanks and carbon pipe will continue to remain at low levels throughout 2016, with annualized run rates in those two markets down approximately 8% from 2015 full-year levels.

In addition, we continue to follow the domestic manufacturers' anti-dumping and countervailing duty petitions entered during 2015. We expect the favorable initial ruling received during the fourth quarter to be followed with a favorable final determination by the fourth quarter of 2016. We believe this has already led to some favorable order booking activity compared to earlier in 2015 and we expect that to continue in 2016.

The Metals Segment's business continues to be highly dependent on its customers' capital expenditures, which are currently at very low levels. We saw signs of improved order activity with some restocking by distribution customers during the fourth quarter. However, even with some improvements in 2016 as compared to very low second half 2015 activity levels, 2016 sales are expected to be down approximately 7% on a full-year basis compared to 2015.

The Specialty Chemicals Segment's sales should show modest improvement during 2016 when compared to 2015 as new business opportunities are being actively pursued and offsetting some declines in base business. In addition, an improved product mix should result in better gross margins.

Overall, these factors contribute to our belief that our full-year 2016 Adjusted EBITDA will be in the range of $16.0 to $17.5 million. This range is predicated on our belief that; (1) markets will be stable to modestly improved in 2016 as compared to second half 2015 run rates, (2) sales and profits related to our completed heavy wall project at Bristol Metals will positively contribute to the year's results, (3) new business opportunities will come to fruition for Specialty Chemicals during 2016, and (4) the Company will experience the benefits of avoiding some costs experienced in 2015 that are not expected to recur.

Synalloy Corporation (Nasdaq: SYNL) is a growth oriented company that engages in a number of diverse business activities including the production of stainless steel pipe, fiberglass and steel storage tanks and specialty chemicals and the master distribution

of seamless carbon pipe and tubing. For more information about Synalloy Corporation, please visit our web site at www.synalloy.com.

Forward-Looking Statements

This earnings release includes and incorporates by reference "forward-looking statements" within the meaning of the federal securities laws. All statements that are not historical facts are "forward-looking statements." The words "estimate," "project," "intend," "expect," "believe," "should," "anticipate," "hope," "optimistic," "plan," "outlook," "should," "could," "may" and similar expressions identify forward-looking statements. The forward-looking statements are subject to certain risks and uncertainties, including without limitation those identified below, which could cause actual results to differ materially from historical results or those anticipated. Readers are cautioned not to place undue reliance on these forward-looking statements. The following factors could cause actual results to differ materially from historical results or those anticipated: adverse economic conditions; the impact of competitive products and pricing; product demand and acceptance risks; raw material and other increased costs; raw materials availability; employee relations; ability to maintain workforce by hiring trained employees; labor efficiencies; customer delays or difficulties in the production of products; new fracking regulations; a prolonged decrease in oil and nickel prices; unforeseen delays in completing the integrations of acquisitions; risks associated with mergers, acquisitions, dispositions and other expansion activities; financial stability of our customers; environmental issues; unavailability of debt financing on acceptable terms and exposure to increased market interest rate risk; inability to comply with covenants and ratios required by our debt financing arrangements; ability to weather an economic downturn; loss of consumer or investor confidence and other risks detailed from time-to-time in the Company's Securities and Exchange Commission filings. The Company assumes no obligation to update the information included in this release.

Non-GAAP Financial Information

Statements included in this earnings release include non-GAAP (Generally Accepted Accounting Principles) measures and should be read along with the accompanying tables which provide a reconciliation of non-GAAP measures to GAAP measures.

> Adjusted Net Income and Adjusted Earnings per Share are non-GAAP measures and exclude discontinued operations, goodwill impairments, inventory gain/(loss) due to changes in nickel prices, lower of cost or market inventory adjustment, Specialty's aged inventory adjustment, stock option / grant costs, acquisition costs, shelf registration costs, Specialty and Palmer earn-out adjustments, gain on excess death benefit, casualty insurance gain and retention costs from net income. They also utilize a constant effective tax rate to reflect tax neutral results.

> Adjusted EBITDA is a non-GAAP measure and excludes discontinued operations, goodwill impairments, interest expense, change in fair value of interest rate swap, income taxes, depreciation, amortization, inventory gain/(loss) due to changes in nickel prices, lower of cost or market inventory adjustment, Specialty's aged inventory adjustment, stock option / grant costs, acquisition costs, shelf registration costs, Specialty and Palmer earn-out adjustments, gain on excess death benefit, casualty insurance gain and retention costs from net income.

Management believes that these non-GAAP measures provide additional useful information to allow readers to compare the financial results between periods. Non-GAAP measures should not be considered as an alternative to any measure of performance or financial condition as promulgated under GAAP, and investors should consider the Company's performance and financial condition as reported under GAAP and all other relevant information when assessing the performance or financial condition of the Company. Non-GAAP measures have limitations as analytical tools, and investors should not consider them in isolation or as a substitute for analysis of the Company's results or financial condition as reported under GAAP.

Contact: Dennis Loughran at (804) 822-3266

SYNALLOY CORPORATION COMPARATIVE ANALYSIS

(unaudited)	THREE MONTHS ENDED Dec 31, 2015	THREE MONTHS ENDED Jan 3, 2015	YEAR ENDED Dec 31, 2015	YEAR ENDED Jan 3, 2015
Net sales from continuing operations				
Metals Segment	$ 22,420,000	$ 32,212,000	$ 114,908,000	$ 134,304,000
Specialty Chemicals Segment	13,145,000	16,357,000	60,552,000	65,201,000
	$ 35,565,000	$ 48,569,000	$ 175,460,000	$ 199,505,000
Operating (loss) income from continuing operations				
Metals Segment operations	$ (1,521,000)	$ 2,511,000	$ 2,822,000	$ 13,511,000
Goodwill impairment charge	(17,158,000)	—	(17,158,000)	—
Business interruption proceeds	189,000	—	1,246,000	—
Total Metals Segment	(18,490,000)	2,511,000	(13,090,000)	13,511,000
Specialty Chemicals Segment	1,040,000	1,358,000	5,665,000	6,130,000
	(17,450,000)	3,869,000	(7,425,000)	19,641,000
Unallocated (income) expense				
Corporate	1,780,000	789,000	5,226,000	3,292,000
Acquisition costs	46,000	305,000	500,000	302,000
Interest expense	255,000	303,000	1,232,000	1,092,000
Change in fair value of interest rate swap	(192,000)	234,000	42,000	426,000
Specialty and Palmer earn-out adjustments	—	—	(4,897,000)	(3,476,000)
Casualty insurance gain	(923,000)	—	(923,000)	—
Other income	—	—	(135,000)	—
Net (loss) income from continuing operations before income taxes	(18,416,000)	2,238,000	(8,470,000)	18,005,000
(Benefit from) provision for income taxes	(699,000)	829,000	1,799,000	5,386,000
Net (loss) income from continuing operations	(17,717,000)	1,409,000	(10,269,000)	12,619,000
Income (loss) from discontinued operations, net of tax (1)	—	598,000	—	(7,157,000)
Net (loss) income	$ (17,717,000)	$ 2,007,000	$ (10,269,000)	$ 5,462,000
Net (loss) income per common share from continuing operations				
Basic	$ (2.04)	$ 0.16	$ (1.18)	$ 1.45
Diluted	$ (2.04)	$ 0.16	$ (1.18)	$ 1.45
Net income (loss) per common share from discontinued operations				
Basic	$ —	$ 0.07	$ —	$ (0.82)
Diluted	$ —	$ 0.07	$ —	$ (0.82)
Average shares outstanding				
Basic	8,682,000	8,710,000	8,710,000	8,702,000
Diluted	8,682,000	8,739,000	8,710,000	8,721,000
Other data:				
Adjusted EBITDA (2)	$ 1,800,000	$ 4,775,000	$ 19,424,000	$ 22,041,000

(1) On June 27, 2014, the Company completed the planned closure of the Bristol Fabrication unit of Synalloy Fabrication, LLC ("Bristol Fab") and on August 29, 2014, the Company completed the sale of all of the issued and outstanding membership interests of its wholly-owned subsidiary, Ram-Fab, LLC, a South Carolina limited liability company ("Ram-Fab"), to a subsidiary of Primoris Services Corporation. All non-recurring costs associated with these dispositions have been included as discontinued operations in the 2014 consolidated financial statements as part of the Metals Segment.

(2) The term Adjusted EBITDA (earnings before discontinued operations, goodwill impairments, interest, change in fair value of interest rate swap, income taxes, depreciation, amortization, inventory gain/(loss) due to change in nickel prices, lower of cost or market inventory adjustment, aged inventory adjustment, stock option / grant costs, acquisition costs, shelf registration costs, Specialty and Palmer earn-out adjustments, gain on excess death benefit, casualty insurance gain and retention costs) is a non-GAAP financial measure that the Company believes is useful to investors in evaluating its results to determine the value of a company. For a reconciliation of this non-GAAP measure to the most comparable GAAP equivalent, refer to the Reconciliation of Net Income to Adjusted EBITDA as shown on next page.

Reconciliation of Net (Loss) Income from Continuing Operations to Adjusted EBITDA

(unaudited)	THREE MONTHS ENDED Dec 31, 2015	THREE MONTHS ENDED Jan 3, 2015	YEAR ENDED Dec 31, 2015	YEAR ENDED Jan 3, 2015
Consolidated				
Net (loss) income from continuing operations	$ (17,717,000)	$ 1,409,000	$ (10,269,000)	$ 12,619,000
Adjustments:				
Interest expense	255,000	303,000	1,232,000	1,092,000
Change in fair value of interest rate swap	(192,000)	234,000	42,000	426,000
Income taxes	(699,000)	829,000	1,799,000	5,386,000
Depreciation	843,000	907,000	4,357,000	3,723,000
Amortization	627,000	439,000	2,398,000	1,466,000
Inventory loss from change in nickel prices	2,012,000	228,000	6,842,000	118,000
Lower of cost or market inventory adjustment	234,000	—	789,000	(11,000)
Aged inventory adjustment	—	—	(190,000)	—
Acquisition costs	46,000	305,000	500,000	302,000
Shelf registration costs	5,000	—	69,000	23,000
Specialty and Palmer earn-out adjustments	—	—	(4,897,000)	(3,476,000)
Casualty insurance gain	(923,000)	—	(923,000)	—
Goodwill impairment charge	17,158,000	—	17,158,000	—
Gain on excess death benefit	—	—	(134,000)	—
Stock option / grant costs	117,000	112,000	517,000	364,000
Retention expense	34,000	9,000	134,000	9,000
Adjusted EBITDA	$ 1,800,000	$ 4,775,000	$ 19,424,000	$ 22,041,000
% sales	5.1%	9.8%	11.1%	11.0%
Adjusted EBITDA per share, diluted	$ 0.21	$ 0.55	$ 2.23	$ 2.53
Metals Segment				
Operating (loss) income from continuing operations	$ (18,490,000)	$ 2,511,000	$ (13,090,000)	$ 13,511,000
Adjustments:				
Depreciation expense	605,000	690,000	2,917,000	2,692,000
Amortization expense	564,000	418,000	2,256,000	1,385,000
Inventory loss from change in nickel prices	2,012,000	228,000	6,842,000	118,000
Lower of cost or market inventory adjustment	234,000	—	789,000	(11,000)
Aged inventory adjustment	—	—	(190,000)	—
Goodwill impairment charge	17,158,000	—	17,158,000	—
Stock option / grant costs	32,000	17,000	127,000	49,000
Retention expense	34,000	9,000	134,000	9,000
Metals Segment Adjusted EBITDA	$ 2,149,000	$ 3,873,000	$ 16,943,000	$ 17,753,000
% segment sales	9.6%	12.0%	14.7%	13.2%
Specialty Chemicals Segment				
Operating income	$ 1,040,000	$ 1,358,000	$ 5,665,000	$ 6,130,000
Adjustments:				
Depreciation expense	215,000	202,000	1,354,000	952,000
Amortization expense	6,000	5,000	22,000	22,000
Stock option / grant costs	9,000	11,000	38,000	41,000
Specialty Chemicals Segment Adjusted EBITDA	$ 1,270,000	$ 1,576,000	$ 7,079,000	$ 7,145,000
% segment sales	9.7%	9.6%	11.7%	11.0%

Reconciliation of Net (Loss) Income and Earnings Per Share to Adjusted Net Income and Adjusted Earnings per Share

(unaudited)	THREE MONTHS ENDED		YEAR ENDED	
	Dec 31, 2015	Jan 3, 2015	Dec 31, 2015	Jan 3, 2015
(Loss) Income from continuing operations before taxes, as reported	$ (18,416,000)	$ 2,238,000	$ (8,470,000)	$ 18,005,000
Adjustments:				
Inventory loss from change in nickel prices	2,012,000	228,000	6,842,000	118,000
Lower of cost or market inventory adjustment	234,000	—	789,000	(11,000)
Aged inventory adjustment	—	—	(190,000)	—
Stock option / grant cost	117,000	112,000	517,000	363,000
Acquisition costs	46,000	305,000	500,000	302,000
Shelf registration costs	5,000	—	69,000	23,000
Specialty and Palmer earn-out adjustments	—	—	(4,897,000)	(3,476,000)
Gain on excess death benefit	—	—	(134,000)	—
Casualty insurance gain	(923,000)	—	(923,000)	—
Goodwill impairment charge	17,158,000	—	17,158,000	—
Retention expense	34,000	9,000	134,000	9,000
Adjusted income from continuing operations before income taxes	267,000	2,892,000	11,395,000	15,333,000
Provision for income taxes at 34%	91,000	983,000	3,874,000	5,213,000
Adjusted net income from continuing operations	$ 176,000	$ 1,909,000	$ 7,521,000	$ 10,120,000
Average shares outstanding, as reported				
Basic	8,682,000	8,710,000	8,710,000	8,702,000
Diluted	8,682,000	8,739,000	8,710,000	8,721,000
Adjusted net income from continuing operations per common share				
Basic	$ 0.02	$ 0.22	$ 0.86	$ 1.16
Diluted	$ 0.02	$ 0.22	$ 0.86	$ 1.16

Condensed Consolidated Balance Sheets

	Dec 31, 2015	Jan 3, 2015
	(unaudited)	
Assets		
Cash	$ 391,000	$ 27,000
Accounts receivable, net	17,788,000	29,230,000
Inventories	63,816,000	67,675,000
Sundry current assets	2,943,000	8,382,000
Total current assets	84,938,000	105,314,000
Property, plant and equipment, net	46,294,000	39,937,000
Goodwill	1,355,000	23,250,000
Intangible assets, net	14,933,000	17,002,000
Other assets	1,501,000	2,346,000
Total assets	$ 149,021,000	$ 187,849,000
Liabilities and Shareholders' Equity		
Accounts payable	$ 12,266,000	$ 21,388,000
Accrued expenses and other current liabilities	7,933,000	10,150,000
Current portion of long-term debt	4,534,000	4,534,000
Current portion of contingent consideration	—	4,660,000
Total current liabilities	24,733,000	40,732,000
Long-term debt	23,546,000	27,255,000
Long-term contingent consideration	—	2,597,000
Other long-term liabilities	4,337,000	7,811,000
Shareholders' equity	96,405,000	109,454,000
Total liabilities and shareholders' equity	$ 149,021,000	$ 187,849,000

Exhibit 99.1

SYNALLOY CORPORATION
CONFERENCE CALL
FEBRUARY 29, 2016

OPERATOR: Good day, ladies and gentlemen, and welcome to the Synalloy Fourth Quarter Earnings Conference Call. At this time, all participants are in a listen-only mode. Later, we will conduct a question-and-answer session, and instructions will follow at that time. [Operator Instructions]. As a reminder, this conference call is being recorded. I would now like to introduce your host for today's conference, Mr. Craig Bram, President and CEO. Sir, you may begin.

MR. BRAM: Good morning, everyone. Welcome to Synalloy Corporation's fourth quarter 2015 conference call. With me today is Dennis Loughran, our CFO. For today's agenda, Dennis will first provide a review of the fourth quarter and full-year financials, then I will offer some general comments about 2015 and our forecast for 2016. Following my comments, we'll open the call to questions. Dennis.

MR. LOUGHRAN: Good morning, everyone. In comparing this year's financial performance to last year, last year's results will be for continuing operations only. As usual, the financial results will be presented using three different methods; first, GAAP-based EPS; second, adjusted net income, a non-GAAP measure as defined in the earnings release; and third, adjusted EBITDA, a non-GAAP measure also defined in the earnings release.

Fourth quarter GAAP-based losses were $17.7 million, or $2.04 per share, as compared with earnings of $1.4 million, or $0.16 per share in the fourth quarter of 2014. Fourth quarter of this year includes a pre-tax loss of $17.2 million related to goodwill impairments for Palmer of Texas and Specialty Pipe & Tube, respectively, the reasons for which I'll describe more fully later in my comments. Other significant differences include: Q4 of last year included a pre-tax inventory loss of $228,000, as compared to an inventory loss of $2.4 million in Q4 of this year; Q4 last year included pre-tax charges relating to acquisition efforts of $305,000, as compared to charges this year of $46,000; and, this year's Q4 includes a one-time casualty insurance gain of $923,000 related to settlement of fire loss claims at Palmer of Texas, compared to no such amounts in last year's Q4.

Year-to-date GAAP-based losses were $10.3 million, or $1.18 per share, as compared with earnings of $12.6 million, or $1.45 per share in the 12 months of 2014. The 2015 figure includes the impact of the $17.2 million goodwill impairment described above, compared to no such charge in 2014. Inventory losses in 2015 were $8.1 million, as compared with only $107,000 in 2014. The Palmer acquisition earn-out adjustment resulted in a pre-tax gain of $3.5 million in 2014, as compared with the cumulative pre-tax gains from both Palmer and SPT earn-out adjustments of $4.9 million in 2015. Also, 2015 was impacted by pre-tax gains of $923,000 and $135,000 related to the Palmer of Texas casualty gain at excess life insurance benefits respectively, which did not have comparable gains in 2014.

Of special note in both GAAP-based comparisons, the goodwill impairment standout is requiring the special explanation provided in the earnings release. The conclusion reached by the company is based on a process that requires consideration of both management forecast and external market factors during the annual assessment of goodwill. In this case, the much reduced market value of the firm due to significant 2015 decline of stock price proved to be an overriding indicator of impairment, despite the earnings and cash flow strength of the business as indicated in the preliminary assessment results. We stand by our belief stated in the earnings release that this represents an impairment based on stock pricing dynamics that do not reflect the future value of the two impacted business units. As stated in the earnings release, both businesses were EBITDA positive in 2015 during the period we believe represents the bottom of the market for the oil and gas segments of their businesses. In addition, both businesses have maintained or gained market share as they're ready to support our customer's base when those markets inevitably rebound.

Fourth quarter non-GAAP adjusted net income was $176,000, or $0.02 per share, down 91% as compared with adjusted net income of $1.9 million, or $0.22 per share in the fourth quarter 2014. Year-to-date, non-GAAP adjusted net income was $7.5 million, or $0.86 per share, down 26% as compared to adjusted net income of $10.1 million, or $1.16 per share in the full-year 2014.

Fourth quarter non-GAAP adjusted EBITDA totaled $1.8 million, or $0.21 per share, a decrease of $0.61 from the prior year's fourth quarter total of $4.8 million, or $0.55 per share. Year-to-date, non-GAAP adjusted EBITDA totaled $19.4 million, or $2.23 per share, a decrease of 12% from prior year's total of $22 million, or $2.53 per share.

The combined adjusted EBITDA margin for the operating businesses in the fourth quarter was 9.6% and for the full-year of 2015 was 13.7%. For all of 2014, the combined adjusted EBITDA margin for the operating businesses was 12.5%. This excludes obviously parent company costs.

As mentioned in the press release, adjusted EBITDA does account for certain add-backs according to our formal definition. However, the fourth quarter and 12-month figures for 2015 were impacted by certain one-time general, administrative and operating costs that are not subject to add-back treatments, but are not expected to repeat in 2016 and beyond.

Those costs totaling $1.7 million and $2.7 million respectively for the fourth quarter and 12 months of 2015, represents certain professional services and other costs, including audit, SOX, shelf registration, anti-dumping legal fees, staffing redundancies and severance expenses, as well as environmental audit and administrative settlements. These items were at uniquely high and concentrated levels of expenditure compared to anticipated levels going forward.

Term debt at the end of the fourth quarter totaled $26.2 million, while the line of credit was $1.9 million. Total net debt at the end of Q4 was $27.7 million.

I will now turn the call back over to Craig.

MR. BRAM: Thanks, Dennis. We obviously had our share of challenges in 2015, particularly in the Metals Segment. Nickel prices were down 15% in Q4, bringing in the decline for all of 2015 to 45%. They had continued to slide in the first two months of 2016, down roughly 3%. WTI prices fell by 18% in Q4 and were down 31% for the year. They declined by another 11% so far in 2016. The impact of our Metals Segment in 2015 was substantial. We posted record level inventory losses in our pipe operation and saw our revenue per storage tanks and heavy wall carbon pipe and tube declined by over 35% year-over-year. In the Chemicals segment, lower petroleum-related raw material prices reduced our selling prices per pound and pressured revenue for the unit.

As Dennis reported, our adjusted net income for the year was down 26% and adjusted EBITDA was down 12% from the prior year. Our share price took a much larger hit than these results would seem to indicate with a year-over-year decline of 63%.

In spite of the difficulties faced in 2015, I can point to many examples of positive accomplishments throughout the year. First, across five business units, we had a total of two lost time accidents, none of which were serious in nature. Adjusted EBITDA margins for our operating businesses improved by 120 basis points year-over-year. Our balance sheet strength remains a high priority and we finished 2015 in great shape. Net debt to adjusted EBITDA was 1.43 times. We also returned $3.4 million to our shareholders through dividends and stock repurchases. We continue to reinvest in our business with capital expenditures in excess of $10 million, growth CapEx represented approximately $6 million of this total. Our new heavy wall pipe shop in Bristol was making excellent progress, and we expect contributions from this operation in the second-half of this year. In terms of execution, I'd have to say this is probably the best year of my tenure as CEO, as far as our management team's performance at the operating unit level.

Turning our attention to 2016, our visibility on the direction of nickel and WTI prices is no better than it is ever been. We know that producers of both commodities are either losing money at current prices, or are marginally profitable. Either way, these prices are not sustainable. When they will move in a positive direction, of course, is unknown. We have seen very limited improvement in order activity in our Metals business in recent weeks, as compared with the second-half of 2015, but I do want to emphasize very limited. While our Chemical segment has a strong pipeline of Phase 4 and Phase 3 products that it started limited production or are projected to start production in the coming quarters the full impact of these new products is difficult to gauge based on how quickly they ramp to full production. I would say that the general sentiment of our customers and suppliers in the Metals Segment is fairly negative at this time, while the mood in the Chemical segment is more optimistic.

Against this backdrop, we continue to look for opportunities to tighten up on expenses and make sure the staffing levels are consistent with order activity. Our forecast for 2016 was revised as recently as this month. We're now looking for annual revenue in the range of $165 million to $170 million, and adjusted EBITDA in the range of $16 million to $17.5 million. This forecast reflects our belief that 2016 will look more like the second-half of 2015 minus some of the one-time expenses that Dennis commented on earlier plus contributions from the new heavy wall pipe shop at Bristol. You would recall that the first-half of 2015 benefited from several large project orders at BRISMET. Unfortunately, project activity has been very light in recent quarters and we do not see any change in 2016 at this time.

We'll now open up the call to questions.

OPERATOR: Thank you. [Operator Instructions] And our first question comes from Kevin Maczka from BB&T Capital Markets. Your line is now open.

Q: Thanks. Good morning.

A: Good morning.

A: Hi, Kevin.

Q: A couple of questions on the outlook this morning. So in terms of the Metals outlook down 7%, is that - just to be clear, is that down 7% relative to the 115 that you did in 2015, or relative to an annualized second-half run rate, because if we run that run rate forward, it would be down more like 20%?

A: Yes, Kevin that's based on the second-half run rate.

Q: Okay, got it, got it. And can you just maybe expand on that that negative 7% a little bit more and the puts and takes and how you got there? I know that that business is not entirely energy, but BRISMET does sell into folks like MRC that are guiding the New Year down more like 20 to 30?

A: Yes. We - Kevin, we started by looking at the general run rate in the second-half of 2015. We also looked at what was going on in Q4, as it relates to the order activity what we had in our backlog. And as we said in the past, a lot of that is dictated by product mix and maybe why we're not looking for quite a hit that an MRC is that we do have a good backlog of special alloys right now. They tend to provide more profit margin for us. Also, in the second-half of the year, we are expecting a contribution from the heavy wall pipe business and that obviously carries higher margins with it as well.

Q: On that point, Craig, can you quantify that in anyway what you're expecting the heavy wall project to contribute this year?

A: We've - I think we're being fairly conservative on that Kevin. Let me give you kind of a general update on where we're at. We've got the folks from Sweden and Bristol training our folks now in the operation of the unit, it's up and running. We're going to initially take some of the larger diameter pipe projects that we would have run on our smaller presses and move those up to the new press to provide some training on that machine. But we're - from a forecast standpoint in the second-half of the year, we're expecting that we can generate in the neighborhood of $5 million of new heavy wall revenue and the associated EBITDA with that's in the range of $1.5 million.

Q: Got it, got it, that's helpful. On the chemicals side, you are optimistic about some new business opportunities there that come with better margin, but you see some decline coming in the base business. Can you talk about that a little bit more, where is the decline coming, if customers are still fairly optimistic? And can you - what can you tell us about the new opportunities?

A: Yes, on the decline side, Kevin, we've had a couple of long-term customers who have seen some of their in-house utilization declined primarily because of oil and gas business that they had been running in in-house. And so what happens is, when they start losing some of that business and it freeze up equipment, then they look to their tollers to see if there's something that they had previously outsourced, if they could bring that back in-house. So we've seen a little bit of that. I'd say probably in the neighborhood of - if at all holds true over the course of the full-year, it's probably in the neighborhood of 7 million to 8 million on an annualized basis. It would - we wouldn't feel the full impact of that for the whole year because of the timing of when that occurs. But then the new side of the house we probably have one of the better pipelines of Phase 3 and Phase 4 products that we've had in a very long time. And it really - it's across multiple product categories and it's also across both the manufacturer's chemical facility and the CRI Tolling facility. So at the end of the day, we're expecting an increase in volume year-over-year. That's fairly minimal. It's probably within about a 2% pickup. But we do expect that the margin associated with that new business is going to increase our gross profit margins closer to 10% year-over-year.

Q: Okay, great. Last question from me I - Craig, I know last year, I know, it's hard to talk about peak when we're so close to the trough. But last year, I think, you had a view that the business was capable when conditions normalized of doing closer to $30 million EBITDA and your guidance was just a little more than half of that this year, hopefully that would be the trough. Has anything been impaired about the business that would change that view? I know the goodwill impairment you take is, as you said, more stock price related than anything else. But has anything changed about your view around that $30 million?

A: No, Kevin, not at all. We still feel very strongly that in a more normalized environment, where let's say WTI prices are in the $60 to $65 range, we'll see good business, both in our tank storage operation and in our seamless carbon pipe and tube business. As far as nickel goes, yes, nickel was 383, 385 this morning. We've had now basically three months, where nickel has been pretty stable. And if that continues for three more months then we've got kind of the six-month lead time between when we buy raw material when it goes out of the door as finished pipe, we'll be in a position at that point, where the inventory losses that have been so tough on the business in 2015 that they should start going away. So the - I think we've conditioned the investment community on adjusted EBITDA and the add-back of those inventory losses. But also keep in mind that's a real $8 million of cash that the business doesn't have available to it now because of those inventory losses. So we expect, at least, at this level, that nickel

is hopefully now on a pattern, where it can't go any lower in three months from now, we'll be out of the sting of that inventory loss.

Q: And just finally, the hedging you mentioned in the release, is that - how new is that hedging program?

A: We - this is Dennis. We started effective January 1, for any commitments we make in 2016 going forward, so very new.

Q: Okay. But you feel good about how you're hedged now on nickel, even if it were to go even lower?

A: Yes, in line with discussions with our management and Board, we decided to go that route on a non-cost collared basis to cover against extraordinary further declines. But to allow us obviously to take some upside on the new commitments that we are making, just in total transparency, the amount of inventory we had at the end of the year continues to be unhedged and that will move with the market.

Q: Okay. Okay, great. Thank you.

OPERATOR: Thank you. [Operator Instructions] And our next question comes from Bill Dezellem from Tieton Capital Management. Your line is now open.

Q: Thank you. Relative to the heavy wall plant startup, what are you anticipating in terms of cost associated with that?

A: Bill, this is Craig. I'd say that the outside of the capitalized cost bringing folks over to help with the training and stuff like that, the plan because of - if you think about it, we run heavy wall pipe now, it's just a smaller thicknesses. So it's the same process. So the plan really in terms of training folks is instead of when an order comes in that we would have - in the past run on the smaller press, would just take it up the hill and actually run it on the larger press with people coming from downhill up to the new shop to do that. So we don't anticipate any significant cost in doing that. In fact because of the efficiency of a larger press, we may actually pickup some labor productivity gains by doing the training on that new machine.

Q: And you had mentioned - thank you. And you had mentioned that the contribution - revenue contribution would begin in the second-half of the year. Do you have a forecast what that dollar amount will be at this point?

A: Well, we - as I mentioned to Kevin, I think it's in the $5 million range. Yes, we believe that market in a normal environment is probably in a $175 million a year for the heavy wall thickness pipe. And we've kind of forecasted over the next three years to be able to capture about 10% of that market. So we believe it's $17.5 million to $20 million opportunity for BRISMET and the EBITDA margins on that at that level are probably were $3.5 million to $4 million to us.

Q: Great. Thank you very much.

OPERATOR: Thank you. Our next question comes from Charles Gold from Scott & Stringfellow. Your line is now open.

Q: Hi, Craig.

A: Hi, Charles.

Q: What is your posture on the share repurchase now?

A: We - I guess our window opens back up again, Wednesday. And we continue to believe obviously that the stock is undervalued at $8 or sub $8. So that's certainly something that we will continue to look to take advantage of when there's volume available. I guess, the volume has been pretty light over the last couple of weeks. But, yes, no question, we believe that the share price remains depressed and undervalued, and we'd like to take advantage of that when we can.

Q: And I think, Dennis, probably answered my other question about hedging. You've got the upside on the current inventory, is that correct?

A: Upside and downside, yes, it's unhedged.

Q: Unhedged on the inventory you had at the end of the year…

A: Correct.

Q: …and you covered against an extraordinary drop. And on future of inventories, will you leave some room on the upside and if you do approximately what percentage?

A: The - so the process - the collars are always set at pricing available to us on the day we commit. It's - but the range that's typically been plus or minus 15% around the spot price at that moment or the forward price at that moment in time. And as we commit rolling forward, the curves change and so our range changes. So my expectation is with a 15% plus or minus, we're covering against those extraordinary ones, but also allowing price movements up 15% from where we commit. But over in that five-month period, there might be some exposure, prices jumped up 15% on something that was acquired, but we are talking fairly small quantities at this moment in time. But and we will reevaluate that as we move forward. We thought at this moment in time with the sort of being at the bottom and fairly stable pricing, we are not seeing any volatility. We can certainly open up those ranges, if we see significant volatilities happening on the upside.

Q: And the contracts last for approximately five months?

A: Well, that's our - we're doing it for our normal A type purchases, which are about a five-month average hold right now. And if there are any specific items committed to that are one, two, and three-month terms, we do contract specifically for those periods.

Q: Thank you very much and thank you for your diligent work during this very difficult time.

A: All right Thank you. Thanks, Charles.

OPERATOR: Thank you. And I'm showing no further questions from our phone lines. I'd now like to turn the conference back over to Craig Bram for any closing remarks.

MR. BRAM: We certainly appreciate everybody's interest in the company, and we will keep you posted going forward.

OPERATOR: Ladies and gentlemen, thank you for participating in today's conference. This does conclude the program. You may all disconnect. Everyone have a wonderful day.