

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM SD
SPECIALIZED DISCLOSURE REPORT



SYNALLOY CORPORATION
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

0-19687
(Commission File Number)

57-0426694
(IRS Employer Identification No.)

**1400 16th Street, Suite 270,
Oak Brook, Illinois**
(Address of principal executive offices)

60523
(Zip Code)

Doug Tackett
804-822-3260
(Name and telephone number, including area code, of the person to contact in connection with this report)

Check the appropriate box to indicate the rule pursuant to which this form is being filed, and provide the period to which the information in this form applies:

☒ Rule 13p-1 under the Securities Exchange Act (17 CFR 240.13p-1) for the reporting period from January 1 to December 31, 2021.

Section 1 — Conflict Minerals Disclosure

Item 1.01 Conflict Minerals Disclosure and Report

As required by Rule 13p-1 under the Securities Exchange Act of 1934, as amended, and the requirements of Form SD, a Conflict Minerals Report is provided as Exhibit 1.01 to this Form SD and is publicly available at www.synalloy.com under “Our Investors,” “Governance,” then “Conflict Minerals Disclosure.” The information contained on our website is not incorporated by reference into this Form SD or the Conflict Minerals Report and should not be considered to be part of this Form SD or the Conflict Minerals Report.

Information concerning conflict minerals from recycled or scrap sources identified by our suppliers as being contained in our in-scope products is included in the Conflict Minerals Report and is incorporated in this Form SD by reference.

Item 1.02 Exhibit

The Conflict Minerals Report required by Item 1.01 is filed as Exhibit 1.01 to this Form SD.

Section 2 - Exhibits

Item 2.01 Exhibits

[Exhibit 1.01](#) - Conflict Minerals Report as required by Items 1.01 and 1.02 of this Form SD.

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.

Dated: May 31, 2022

SYNALLOY CORPORATION

By: /s/ Aaron M. Tam

Aaron M. Tam

Chief Financial Officer

Conflict Minerals Report

Synalloy Corporation has included this Conflict Minerals Report as an exhibit to its Form SD for 2021 as required by Rule 13p-1 under the Securities Exchange Act of 1934, as amended, and Form SD (collectively, the “Conflict Minerals Rule”). The date of filing of this Conflict Minerals Report is May 31, 2022.

Unless the context indicates otherwise, the terms “we,” “its,” “us” and “our” refer to Synalloy Corporation and its consolidated subsidiaries. As used herein, “3TG” is tantalum, tin, tungsten and gold, without regard to the location of origin of the minerals or derivative metals.

Forward-Looking Statements

This document contains forward-looking statements within the meaning of the federal securities laws. Any statements that do not relate to historical or current facts or matters are forward-looking statements. You can identify some of the forward-looking statements by the use of forward-looking words, such as “intend” and the like, or the use of future tense. Statements concerning current conditions may also be forward-looking if they imply a continuation of current conditions. Examples of forward-looking statements include, but are not limited to, statements concerning the additional steps that we intend to take to mitigate the risk that our necessary 3TG finances or benefits armed groups.

Forward-looking statements are subject to risks and uncertainties that could cause actual actions or performance to differ materially from those expressed in the forward-looking statements. These risks and uncertainties include, but are not limited to, (1) the continued implementation of satisfactory traceability and other compliance measures by our direct and indirect suppliers on a timely basis or at all, (2) the accuracy and reliability of the information we receive and (3) political, legal and regulatory developments, whether in the Democratic Republic of the Congo and adjoining countries (the “DRC Region”), the United States or elsewhere. The term “adjoining countries” has the meaning contained in the Conflict Minerals Rule. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of filing of this document. We do not intend, and undertake no obligation, to publish revised forward-looking statements to reflect events or circumstances after the date of filing of this document or to reflect the occurrence of unanticipated events.

Applicability of the Conflict Minerals Rule to Our Company

The Company’s business is divided into two reportable operating segments, the Metals Segment and the Specialty Chemicals Segment. We are required to make a filing pursuant to the Conflict Minerals Rule for 2021 because 3TG, specifically tantalum, tin and tungsten, was necessary to the functionality or production of a portion of the products manufactured by the consolidated subsidiaries in our Metals Segment in 2021. Our Specialty Chemicals Segment does not manufacture products that include 3TG.

We do not directly source any 3TG from mines, smelters or refiners. Furthermore, in some cases, we may not be able to identify suppliers upstream from our direct suppliers. However, through the efforts described in this Conflict Minerals Report, we seek to ensure that we are in compliance with the Conflict Minerals Rule and that our suppliers meet the expectations of our Conflict Minerals Policy, which is discussed below.

Our Conflict Minerals Policy

We take seriously our compliance obligations under the Conflict Minerals Rule. Therefore, we have adopted and communicated to selected personnel, our suppliers and the public a policy regarding the supply of 3TG for products that we manufacture (the “Conflict Minerals Policy”).

The Conflict Minerals Policy includes, but is not limited to, our expectations that the suppliers of products that we manufacture:

- Promptly, completely and accurately respond to our informational requests with respect to any 3TG that is necessary to the functionality or production of such products, including by completing and delivering a Responsible Minerals Initiative (the “RMI”) Conflict Minerals Reporting Template (the “Survey”) or similar survey when asked to do, completely and accurately respond to our informational requests with respect to any 3TG that is necessary to the functionality or production of such products, including by completing and delivering a Responsible Minerals Initiative (the “RMI”) Conflict Minerals Reporting Template (the “Survey”) or similar survey when asked to do so.
- Determine whether there is any 3TG in any such products, survey their upstream suppliers regarding the ultimate source of any such 3TG, and verify and document such information.
- Implement policies and management systems to support compliance with these expectations, and require their upstream suppliers to adopt similar policies and systems.
- Corporate in the event we determine that any further inquiry or due diligence is required or advisable with respect to the source of 3TG in any such products.

Reasonable Country of Origin Inquiry Information

Prior to beginning our reasonable country of origin inquiry, the Conflict Minerals Working Group (as defined below) determined which of our products were potentially in-scope for purposes of the Conflict Minerals Rule through our degree of influence over the products’ manufacture and product specifications, supplier inquiries and other information known to us.

We then requested, as part of our reasonable country of origin inquiry, that the suppliers of these potentially in-scope products provide us with information concerning the origin of the 3TG in the products sourced from them. Based on the information provided to us by our suppliers, we believe that most of the in-scope products we manufactured in 2021 contained only necessary 3TG that (1) did not originate in the DRC Region or we had no reason to believe may have originated in the DRC Region or (2) was from recycled or scrap sources or we reasonably believed came from recycled or scrap sources. However, we were unable to conclusively determine this with respect to two tungsten suppliers. Therefore, all of the products that we determined to be in-scope for 2021, and the related 3TG and direct suppliers, are discussed in this Conflict Minerals Report and those suppliers are referred to herein as the “Suppliers.”

The Suppliers identified 93 smelters and refiners as having processed the necessary 3TG contained in the products covered by this Conflict Minerals Report, as further discussed under “Product Information; Smelter and Refiner and Country of Origin Information.”

Pursuant to the Conflict Minerals Rule, based on the results of our reasonable country of origin inquiry, we were required to conduct due diligence for 2021 with respect to the 3TG in our in-scope products. These due diligence efforts are discussed below.

For our reasonable country of origin inquiry, to the extent applicable, we utilized the same processes and procedures as for our due diligence.

None of our in-scope products were determined by us to contain necessary 3TG that directly or indirectly financed or benefited armed groups in the DRC Region. However, we did not conclude that any of our products covered by this Conflict Minerals Report were “DRC conflict free.” The terms “armed group” and “DRC conflict free” have the meanings contained in the Conflict Minerals Rule.

Due Diligence Program Design

Design Framework

We designed our due diligence measures relating to 3TG to conform with, in all material respects, the criteria set forth in the Organisation for Economic Co-operation and Development's (the "OECD") Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas, as supplemented by the Supplement on Tin, Tantalum and Tungsten and the Supplement on Gold (Third Edition 2016) (collectively, the "OECD Guidance").

Selected Elements of Design Framework

The OECD Guidance has established a five-step framework for due diligence as a basis for responsible global supply chain management of minerals from conflict-affected and high-risk areas. Selected elements of our program design are discussed below. However, these are not all of the discrete elements of the program that we have put in place to help ensure that the 3TG contained in our products is responsibly sourced. The headings below conform to the headings used in the OECD Guidance for each of the five steps. Selected due diligence measures that we took with respect to 2021 are discussed under "Due Diligence Program Execution on Products Manufactured During 2021."

1. OECD Guidance Step One: "Establish strong company management systems"

- a. We have adopted the Conflict Minerals Policy. The Conflict Minerals Policy is posted on our website and distributed electronically to selected employees and suppliers.
- b. We have an internal team tasked with managing our Conflict Minerals Policy and 3TG compliance strategy (the "Conflict Minerals Working Group"). The following internal functional areas at the corporate level are represented on the Conflict Minerals Working Group: accounting, internal audit and legal. The Conflict Minerals Working Group also includes representatives from our Metal Segment. The Conflict Minerals Working Group and selected members of corporate senior management are educated on the Conflict Minerals Rule, the OECD Guidance, our compliance plan and the procedures for reviewing and validating supplier responses to our inquiries. Outside counsel assists us with our compliance efforts and is also part of the Conflict Minerals Working Group.
- c. We utilize the Survey to identify smelters and refiners in our supply chain. The Survey requests suppliers to provide information concerning the usage and source of 3TG in their products, as well as information concerning their related compliance efforts.
- d. We maintain business records relating to 3TG due diligence, including records of our due diligence processes, findings and resulting decisions, on a computerized database where practicable, for at least five years.
- e. We have a website and telephone lines available for employees and other stakeholders to report violations of our Conflict Minerals Policy.

2. OECD Guidance Step Two: "Identify and assess risk in the supply chain"

- a. We furnish the direct suppliers of products that we determine to potentially be in-scope with the Survey, along with an introductory e-mail describing the Conflict Minerals Rule and our Conflict Minerals Policy, and request that they complete the Survey within a specified timeline.
- b. We follow up by e-mail and/or phone call with all suppliers that do not respond to the request within the specified time frame.
- c. Members of the Conflict Minerals Working Group review the completed responses received from suppliers against written review criteria. We follow up by e-mail and/or phone call with all suppliers that submit an incomplete response or a response that triggers specified "red flags" or is determined not to be suitable by us, in each case requesting them to submit a revised response. We follow up with other suppliers where deemed appropriate by us.

- d. To the extent that a completed response identifies a smelter or refiner, we review this information against the list of “compliant” and “active” smelters and refiners published in connection with the RMI’s Conflict-Free Smelter Program (“CFSP”).
 - e. We review publicly available information for each identified smelter or refiner to try to determine the mine or location of origin of the 3TG from such smelter or refiner.
 - f. Based on the information furnished by our suppliers and other information known to us, we assess the risks of adverse impacts.
3. OECD Guidance Step Three: “Design and implement a strategy to respond to identified risks”
- a. The Conflict Minerals Working Group reports the findings of its supply chain risk assessment to our Chief Legal Officer.
 - b. Our risk mitigation strategy contemplates a flexible response that is commensurate with the risks identified.
4. OECD Guidance Step Four: “Carry out independent third-party audit of smelter/refiner’s due diligence practices”
- In connection with our due diligence, we utilize information made available by the RMI concerning independent third-party audits of smelters and refiners.
5. OECD Guidance Step 5: “Report annually on supply chain due diligence”
- We file a Form SD, and to the extent applicable, a Conflict Minerals Report, with the Securities and Exchange Commission.

Due Diligence Program Execution on Products Manufactured During 2021

We performed the following 3TG due diligence on applicable 3TG in the in-scope products that we manufactured during 2021. These were not all of the discrete measures that we took in furtherance of our 3TG compliance program or pursuant to the Conflict Minerals Rule and the OECD Guidance. For a discussion of the design of our due diligence measures, please see “Due Diligence Program Design.”

- 1. We furnished the Suppliers with the Survey, along with an introductory e-mail describing the Conflict Minerals Rule and our Conflict Minerals Policy, and requested that they complete the Survey within a specified timeline.
- 2. We followed up by e-mail and/or phone call with all Suppliers that did not respond to the request within the specified time frame.
- 3. We reviewed the completed responses received from the Suppliers. We followed up by e-mail and/or phone call with all Suppliers that submitted an incomplete response or a response that triggered specified “red flags” or was determined not to be suitable by us, in each case requesting them to submit a revised response. We followed up with other Suppliers where deemed appropriate by us.
- 4. To the extent that a completed response identified a smelter or refiner, we reviewed this information against the list of compliant and active smelters and refiners published in connection with the CFSP.
- 5. We reviewed publicly available information for each identified smelter or refiner to try to determine the mine or location of origin of the 3TG from such smelter or refiner.
- 6. The Conflict Minerals Working Group reported the findings of its supply chain risk assessment to our Chief Legal Officer.

Product Information; Smelter and Refiner and Country of Origin Information

Our in-scope products for 2021 for purposes of the Conflict Minerals Rule included pipe and tubing. For a further discussion of products manufactured by our Metals Segment, see our Annual Report on Form 10-K for the 2021 fiscal year. The information contained in our Form 10-K is not incorporated by reference into the Form SD or this Conflict Minerals Report and should not be considered to be part of the Form SD or this Conflict Minerals Report.

In connection with our reasonable country of origin inquiry or due diligence, as applicable, the following facilities were declared by the Suppliers to be smelters or refiners used to process the necessary 3TG contained in our in-scope products. After reviewing those responses, we reasonably believe that these may be smelters or refiners in our supply chain for such 3TG. However, due to our position in the supply chain, which is discussed earlier in this Conflict Minerals Report, we rely on the Suppliers for accurate smelter and refiner information, and our reasonable country of origin inquiry and due diligence measures do not provide absolute certainty regarding the source and chain of custody of the necessary 3TG contained in our in-scope products.

Smelter or Refiner	Conflict Mineral	Conflict-Free Certification (1)
AMG Brasil	Tantalum	CFSP
Changsha South Tantalum Niobium Co., Ltd.	Tantalum	CFSP
D Block Metals, LLC	Tantalum	CFSP
F&X Electro-Materials Ltd.	Tantalum	CFSP
FIR Metals & Resource Ltd.	Tantalum	CFSP
Global Advanced Metals Aizu	Tantalum	CFSP
Global Advanced Metals Boyertown	Tantalum	CFSP
H.C. Starck Hermsdorf GmbH	Tantalum	CFSP
Hengyang King Xing Lifeng New Materials Co., Ltd.	Tantalum	CFSP
Jiangxi Dinghai Tantalum & Niobium Co., Ltd.	Tantalum	CFSP
Jiangxi Tuohong New Raw Material	Tantalum	CFSP
JiuJiang JinXin Nonferrous Metals Co., Ltd.	Tantalum	CFSP
Jiujiang Tanbre Co., Ltd.	Tantalum	CFSP
Jiujiang Zhongao Tantalum & Niobium Co., Ltd.	Tantalum	CFSP
KEMET de Mexico	Tantalum	CFSP
Materion Newton Inc.	Tantalum	CFSP
Metallurgical Products India Pvt., Ltd.	Tantalum	CFSP
Mineracao Taboca S.A.	Tantalum	CFSP
Mitsui Mining and Smelting Co., Ltd.	Tantalum	CFSP
Ningxia Orient Tantalum Industry Co., Ltd.	Tantalum	CFSP
NPM Silmet AS	Tantalum	CFSP
QuantumClean	Tantalum	CFSP
Resind Industria e Comercio Ltda.	Tantalum	CFSP
Solikamsk Magnesium Works OAO	Tantalum	CFSP
Taki Chemical Co., Ltd.	Tantalum	CFSP
TANIOBIS Co., Ltd.	Tantalum	CFSP
TANIOBIS GmbH	Tantalum	CFSP
TANIOBIS Japan Co., Ltd.	Tantalum	CFSP
TANIOBIS Smelting GmbH & Co. KG	Tantalum	CFSP
Telex Metals	Tantalum	CFSP
Ulba Metallurgical Plant JSC	Tantalum	CFSP
XIMEI RESOURCES (GUANGDONG) LIMITED	Tantalum	CFSP
XinXing HaoRong Electronic Material Co., Ltd.	Tantalum	CFSP
Yanling Jincheng Tantalum & Niobium Co., Ltd.	Tantalum	CFSP
China Tin Group Co., Ltd.	Tin	CFSP
EM Vinto	Tin	CFSP
Fenix Metals	Tin	CFSP

Gejiu Non-Ferrous Metal Processing Co., Ltd.	Tin	CFSP
Guangdong Hanhe Non-Ferrous Metal Co., Ltd.	Tin	CFSP
Malaysia Smelting Corporation (MSC)	Tin	CFSP
Metallic Resources, Inc.	Tin	CFSP
Metallo Belgium N.V.	Tin	CFSP
Mineracao Taboca S.A.	Tin	CFSP
Minsur	Tin	CFSP
Mitsubishi Materials Corporation	Tin	CFSP
Operaciones Metalurgicas S.A.	Tin	CFSP
PT Artha Cipta Langgeng	Tin	CFSP
PT ATD Makmur Mandiri Jaya	Tin	CFSP
PT Bangka Serumpun	Tin	CFSP
PT Mitra Stania Prima	Tin	CFSP
PT Refined Bangka Tin	Tin	CFSP
PT Timah Tbk Kundur	Tin	CFSP
PT Timah Tbk Mentok	Tin	CFSP
Soft Metais Ltda.	Tin	CFSP
Thaisarco	Tin	CFSP
Tin Smelting Branch of Yunnan Tin Co., Ltd.	Tin	CFSP
Tin Technology & Refining	Tin	CFSP
White Solder Metalurgia e Mineracao Ltda.	Tin	CFSP
A.L.M.T. Corp.	Tungsten	CFSP
ACL Metais Eireli	Tungsten	CFSP
China Molybdenum Co., Ltd.	Tungsten	CFSP
Chongyi Zhangyuan Tungsten Co., Ltd.	Tungsten	CFSP
Ganzhou Haichuang Tungsten Co., Ltd.	Tungsten	CFSP
Ganzhou Huaxing Tungsten Products Co., Ltd.	Tungsten	CFSP
Ganzhou Jiangwu Ferrotungsten Co., Ltd.	Tungsten	CFSP
Ganzhou Seadragon W & Mo Co., Ltd.	Tungsten	CFSP
Global Tungsten & Powders Corp.	Tungsten	CFSP
Guangdong Xianglu Tungsten Co., Ltd.	Tungsten	CFSP
H.C. Starck Tungsten GmbH	Tungsten	CFSP
Hunan Chenzhou Mining Co., Ltd.	Tungsten	CFSP
Hunan Chuangda Vanadium Tungsten Co., Ltd. Wuji	Tungsten	
Hunan Chunchang Nonferrous Metals Co., Ltd.	Tungsten	CFSP
Hunan Shizhuyuan Nonferrous Metals Co., Ltd. Chenzhou Tungsten Products Branch	Tungsten	CFSP
Hydrometallurg, JSC	Tungsten	CFSP
Japan New Metals Co., Ltd.	Tungsten	CFSP
Jiangwu H.C. Starck Tungsten Products Co., Ltd.	Tungsten	CFSP
Jiangxi Gan Bei Tungsten Co., Ltd.	Tungsten	CFSP
Jiangxi Tonggu Non-ferrous Metallurgical & Chemical Co., Ltd.	Tungsten	CFSP
Jiangxi Xinsheng Tungsten Industry Co., Ltd.	Tungsten	CFSP
Jiangxi Yaosheng Tungsten Co., Ltd.	Tungsten	CFSP

Kennametal Fallon	Tungsten	CFSP
Kennametal Huntsville	Tungsten	CFSP
Malipo Haiyu Tungsten Co., Ltd.	Tungsten	CFSP
Masan High-Tech Materials	Tungsten	CFSP
Moliren Ltd.	Tungsten	CFSP
Niagara Refining LLC	Tungsten	CFSP
TANIOBIS Smelting GmbH & Co. KG	Tungsten	CFSP
Unecha Refractory metals plant	Tungsten	CFSP
Wolfram Bergbau und Hutten AG	Tungsten	CFSP
Xiamen Tungsten (H.C.) Co., Ltd.	Tungsten	CFSP
Xiamen Tungsten Co., Ltd.	Tungsten	CFSP
Xinfeng Huarui Tungsten & Molybdenum New Material Co., Ltd.	Tungsten	CFSP
Xinhai Rendan Shaoguan Tungsten Co., Ltd.	Tungsten	

¹ “CFSP” has the meaning provided earlier in this Conflict Minerals Report. CFSP status is as of May 24, 2022.

We endeavored to determine the mine or location of origin of the 3TG contained in the in-scope products by requesting that the Suppliers provide us with a completed Survey concerning the source of the 3TG in the products sourced from them. We then reviewed publicly available information for each identified smelter or refiner to try to determine the mine or location of origin of the 3TG from such smelter or refiner.

Further Risk Mitigation Efforts

We intend to take the following additional steps on in-scope products for 2022 to mitigate the risk that the 3TG contained in and necessary to the products we manufacture finance or benefit armed groups in the DRC Region:

1. Encourage Suppliers that provided company level information for 2021 to provide product level information for 2022 through ongoing outreach with these Suppliers.
2. Engage with Suppliers that provided incomplete responses or that did not provide responses for 2021 to help ensure that they provide requested information for 2022.
3. Monitor and encourage the continuing development and progress of traceability measures of Suppliers that indicated for 2021 that the source of 3TG was unknown or undeterminable.
4. Communicate to new potentially in-scope suppliers our expectations with respect to 3TG, including through the dissemination of the Conflict Minerals Policy to them. In addition, as new in-scope suppliers are added, work with these suppliers to ensure that they understand the requirements of the Conflict Minerals Rule and the OECD Guidance.
5. Continue to refine our 3TG risk management strategy based on the results of our due diligence on products we manufactured in 2021.

All of the foregoing steps are in addition to the steps that we took with respect to in-scope products for 2021, which we intend to continue to take with respect to in-scope products for 2022 to the extent applicable.