

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A
(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of The Securities Exchange Act of 1934

(Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Under Rule 14a-12

SYNALLOY CORPORATION

(Name of Registrant as Specified in Its Charter)

PRIVET FUND LP
PRIVET FUND MANAGEMENT LLC
RYAN LEVENSON
UPG ENTERPRISES LLC
PAUL DOUGLASS
CHRISTOPHER HUTTER
ANDEE HARRIS
ALDO MAZZAFERRO
BENJAMIN ROSENZWEIG
JOHN P. SCHAUERMAN

(Name of Persons(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
 - Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
-

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials:

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

Privet Fund LP and UPG Enterprises LLC, together with the other participants named herein (collectively, the “Stockholder Group”), has made a definitive filing with the Securities and Exchange Commission of a proxy statement and accompanying **WHITE** proxy card to be used to solicit votes for the election of the Stockholder Group’s slate of highly qualified director nominees to the Board of Directors of Synalloy Corporation, a Delaware corporation (the “Company”), at the Company’s upcoming 2020 annual meeting of stockholders, or any other meeting of stockholders held in lieu thereof, and any adjournments, postponements, reschedulings or continuations thereof.

On May 13, 2020, the Stockholder Group sent the following email to subscribers of www.StrengthenSynalloy.com:

STRENGTHEN SYNALLOY

Privet and UPG have a plan to create value at Synalloy.

Fellow Synalloy Stockholder,

Privet and UPG have invested a significant amount of our own capital in Synalloy based on one shared view: the Company’s high-quality operating assets and tremendous workforce should be the pillars of long-term value creation.

Unfortunately, Synalloy’s potential has been stifled by its current Board of Directors and management team. Over the past decade, Synalloy has dramatically underperformed its peer group and every relevant equity market benchmark due to operational mismanagement overseen by unqualified and entrenched leadership.

This week we sent a detailed letter outlining our plan to deliver up to **\$25 per share in value** to stockholders.

At this year’s Annual Meeting of Stockholders on June 30th, you have a chance to strengthen Synalloy by voting the **WHITE** proxy card for all five of our exceptional nominees to install new leadership with the right strategic plan.

We are committed to unlocking the tremendous potential of Synalloy’s assets and employees.

Please join us in voting the **WHITE** proxy card.

[**Read More About Our Plan to Deliver Up to \\$25/Share**](#)

STRENGTHEN SYNALLOY

UPG ENTERPRISES AND PRIVET FUND: THE RIGHT
CATALYSTS FOR A STRONGER SYNALLOY

What we bring to the table.

View our [presentation](#) that includes important information about the capabilities Privet and UPG can bring to the table to help Synalloy become a thriving public company for years to come.



Meet our Highly-Qualified Nominees.

To learn more about our nominees and their vision to enhance shareholder value, visit www.StrengthenSynalloy.com.