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 \Box

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.

 \Box Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(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.

Item 1: On May 20, 2020, the Stockholder Group sent the following email to subscribers of www.StrengthenSynalloy.com:

STRENGTHEN SYNALLOY

Our highly-qualified nominees will create a Stronger Synalloy.

Fellow Synalloy Stockholder,

Privet and UPG have nominated a slate of five exceptional director candidates with the necessary operational, corporate governance and management experience to set Synalloy on a path to value-creation.

Our director candidates were carefully and deliberately selected to fill major gaps in Synalloy's boardroom. Each individual has the unique expertise, leadership skills and vision to help deliver up to <u>\$25 per share</u> in value for all Synalloy stockholders.

But don't just take our word for it - hear what others have to say about our highly-qualified nominees.

You have a chance to install the right leadership with the right strategic plan at Synalloy by voting the WHITE proxy card at this year's Annual Meeting of Stockholders on June 30.

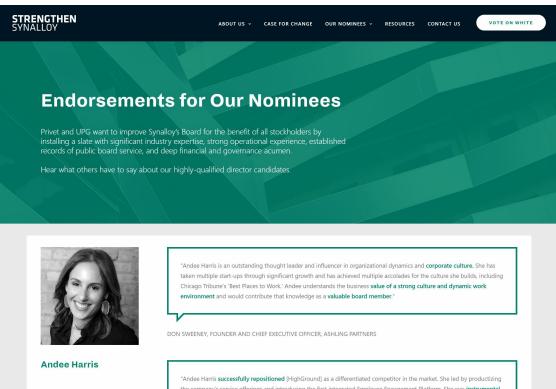
For more information on how to vote the WHITE proxy card, visit www.StrengthenSynalloy.com.



Hear what others have to say about our nominees.

Our nominees possess the skills necessary to end years of mismanagement and underperformance by executing a turnaround plan at Synalloy.

Item 2: On May 20, 2020, the following materials were posted by the Stockholder Group towww.StrengthenSynalloy.com:



"Andee Harris successfully repositioned [HighGround] as a differentiated competitor in the market. She led by productizing the company's service offerings and introducing the first integrated Employee Engagement Platform. She was instrumental in developing cost-effective, cloud-enabled and innovative solutions that enabled expansion into high potential growth markets, addressed its Fortune 500 clients' communication pain points and provided additional client value. The turnaround culminated in July of 2018 when HighGround was successfully sold to Vista Equity Partners."

BRAD KEYWELL, FOUNDER AND CHIEF EXECUTIVE OFFICER, UPTAKE/INVESTOR, HIGHGROUND



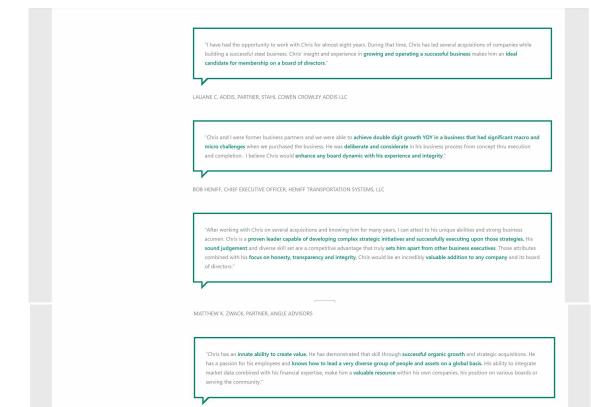
"[Chis Hutter is] uniquely **multi-faceted in leading** many very different types of businesses simultaneously [he] oversees and directs operations, finance and acquisitions [...] is a forward thinker, always looking down the road in making decisions and considering **how current decisions impact the future** of the overall organization and its people [...] Chris is fair and reasonable and **encourages cohesiveness and collaboration within his management teams**. Chris would be an asset to an organization's board of directors or advisory or management team."

RANDY MARKOWITZ, PARTNER, TAX, FGMK, LLC

Chris Hutter

"Chris has demonstrated accomplished leadership in developing an impressive acquisition strategy while growing UPG. His honorable character and straight forward approach to evaluating opportunities has served UPG and his shareholders well Chris would be an asset to any Board of Directors."

MICHAEL WHITESIDE, PRESIDENT, MIFAB, INC



IAN KIENINGER, CHIEF EXECUTIVE OFFICER, AVANT COMMUNICATIONS



"I have a very high regard for [Aldo Mazzaferro's] **knowledge of the steel industry** in particular and the metals industry more generally. What I think is unique about Aldo is the many **different perspectives he brings in the metals industry**. Starting as a well-recognized research analyst, he had to dissect the industry and understand it well enough to comment on industry trends and company specific factors. In his experience with the steel startup, he had to understand the realities of what is critical to operate a plant and how to support the capital needs of the venture. Lastly, in his more recent experience with the equities firm, he has had to better understand the realities of what is critical to operate a plant and how to support the capital needs of the venture. Lastly, in his more recent experience with the equities firm, he has had to better understand the realities of how public investors view and value these equities [...] I think [Aldo would] make an **excellent director**."

PETER MATT, CHIEF FINANCIAL OFFICER, CONSTELLIUM (NYSE: CSTM)

Aldo Mazzaferro

"I have known Aldo Mazzaferro, in his capacity as a steel and metals analyst, for more than a quarter century [..] Aldo [is] the most capable

analyst of all those I dealt with over my years as CEO of a public metals service center. Analytical, detailed [..] I highly recommend Aldo for a Board position."

MICHAEL SIEGAL, EXECUTIVE CHAIRMAN, OLYMPIC STEEL, INC.

"Tve had the good fortune to know and work with Aldo for 30+ years. During this time, he has consistently demonstrated both deep analytical insights, as well as the practical ability to **understand the attributes that make companies work and prosper**[...] he has leveraged his Wall Street experience and insights with **hands-on work in the metals industry** in a senior financial role. This unique combination of industry experience, financial insights, and **proven track record** will make Aldo exceptionally valuable addition to the Board."

PETER APPERT, FORMER MANAGING DIRECTOR AND ANALYST



"I had the pleasure of working with Ben for several years on the Hardinge Board of Directors where I was Chairman. Ben's contribution was extremely additive through his rigorous analysis, broad knowledge of public governance and commitment to getting things done. He is an excellent communicator, operates with the highest integrity and was **wholy focused on maximizing shareholder value**. His unique perspective, tireless work ethic and **constructive approach certainly had a positive impact** on the results. There is no question in my mind that Hardinge **became a better company with Ben's (and Prive's) involvement**."

CHRIS DISANTIS, FORMER CHAIRMAN OF THE BOARD, HARDINGE, INC.

Benjamin Rosenzweig

"I found Ben to be very shareholder aligned, supportive and constructive throughout the entire seven years we worked together on the [Startek] board [...] Heveraged Ben as the board subject matter expert with regard to **capital allocation, strategic finance and general public company governance**. He was always **focused on shareholder interests** and I would have no hesitation working with Ben again in the future."

CHAD CARLSON, FORMER CHIEF EXECUTIVE OFFICER, STARTEK INC. (NYSE: SRT)

"I have served on the PFSW board with Ben for almost seven years and I can attest to **his effectiveness as a director and a strategic advisor**. Ben is blessed to have a keen intellect and finely-tuned financial skills which he uses to contribute constructively to the business of the board and valuable consults to **ma sath tec** SD. I have found Ben to be direct but collegial with a unique ability to drive change without drama and unnecessary disruption. As our **'voice of the shareholder on our board**, I can always count on Ben to bring us back to **shareholder value creation** as our touchstone as we make decisions. In his role as shareholder advocate, I can count on him to be vocal but not verbose and I always know where he stands on an issue. Perhaps the highest recommendation I can provide is that Ben is a 'what you see's what you get' person with **a authentic drive to leave things better than how he finds them**."

MIKE WILLOUGHBY, CHIEF EXECUTIVE OFFICER, PFSWEB, INC. (NASDAQ: PFSW)

ERIC WEDBUSH, CHIEF EXECUTIVE OFFICER, WEDBUSH INC.



John Schauerman

"I have known and worked with John Schauerman for over 30 years, initially as a colleague, and more recently as a co-member of the Board of Directors of Wedbush Securities, Inc. He is an accomplished finance executive and has been a **voice of reason in the boardroom**. He was a **valued contributor in our Board meetings**, and he would be an **asset to any Board**."

"I had the pleasure of working with John Schauerman for 7 years, as well as participating on the Board of Directors of Primoris Services Corporation (NASDAQ: PRM) with him. John was the primary executive responsible for achieving the public listing of our company. He was integral in the identification, negotiation, and execution of many of the acquisitions that allowed our company to grow so successfully. He has a strong financial background and would be a valuable contributor to any Board."

PETE MOERBEEK, FORMERLY CHIEF FINANCIAL OFFICER & EXECUTIVE VICE PRESIDENT, PRIMORIS SERVICES CORPORATION

VOTE Τ	HE WHITE CARD TO BUILD	A STRONGER SYNALLOY.	Vore on wante
STRENGTHEN SYNALLOY Ensure your voice is heard by voting for the WHITE card.	About Us Case for Change Our Nominees Resources	How to Vote Contact Us Privacy Policy Terms of Use	Stay informed. Subscribe below. Your Email BIGN UP