

NATIONAL STEEL CO  
Form 6-K  
January 31, 2012

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**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 6-K**

Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16 of the  
Securities Exchange Act of 1934

**For the month of January, 2012**  
**Commission File Number 1-14732**

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**COMPANHIA SIDERÚRGICA NACIONAL**

(Exact name of registrant as specified in its charter)

**National Steel Company**

(Translation of Registrant's name into English)

**Av. Brigadeiro Faria Lima 3400, 20º andar**  
**São Paulo, SP, Brazil**  
**04538-132**

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports  
under cover Form 20-F or Form 40-F. Form 20-F  Form 40-F \_\_\_\_\_

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby  
furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes \_\_\_\_\_ No

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**Material Fact**

**Publicly-held Company**

COMPANHIA SIDERÚRGICA NACIONAL

Corporate Taxpayers ID (CNPJ/MF): 33.042.730/0001-04

Companhia Siderúrgica Nacional (“CSN”), pursuant to Article 157, Paragraph 4 of Law 6404/76 and CVM Instruction 358/02, and complementing the Material Facts disclosed on December 9, 2010, May 19, 2011 and September 15, 2011, hereby informs its shareholders and the market that, on this date, its wholly owned subsidiary CSN Steel S.L., which is based in Spain and concentrates the Company's operational assets in Europe, acquired all the shares held by Grupo Alfonso Gallardo, S.L.U. (“Gallardo Group”) in Stahlwerk Thüringen GmbH (“SWT”) and Gallardo Sections S.L.U. (“Transaction”).

The Transaction involved the operational assets located in Germany among the ones which had been contemplated in the share purchase agreement executed on May 19, 2011 with Gallardo Group, and concluded in a satisfactory manner the discussions between the parties regarding different interpretations of such agreement.

The total amount of the Transaction amounted to EUR482.5 million, under the assumption of zero of indebtedness.

SWT is a long steel manufacturer located in Unterwellenborn, Germany, which produces steel sections and has an installed production capacity of 1.1 million tonnes per year.

The conclusion of this acquisition will contribute to strengthen CSN's position in the long steel segment, reinforcing the Company's world-class asset portfolio.

São Paulo, January 31, 2012

**Companhia Siderúrgica Nacional**

David Moise Salama

Investor Relations Executive Officer

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SIGNATURE

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

Date: January 31, 2012

COMPANHIA SIDERÚRGICA NACIONAL

By:

/s/ Benjamin Steinbruch

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**Benjamin Steinbruch**  
**Chief Executive Officer**

By:

/s/ David Moise Salama

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**David Moise Salama**  
**Investor Relations Executive Officer**

**FORWARD-LOOKING STATEMENTS**

This press release may contain forward-looking statements. These statements are statements that are not historical facts, and are based on management's current view and estimates of future economic circumstances, industry conditions, company performance and financial results. The words "anticipates", "believes", "estimates", "expects", "plans" and similar expressions, as they relate to the company, are intended to identify forward-looking statements. Statements regarding the declaration or payment of dividends, the implementation of principal operating and financing strategies and capital expenditure plans, the direction of future operations and the factors or trends affecting financial condition, liquidity or results of operations are examples of forward-looking statements. Such statements reflect the current views of management and are subject to a number of risks and uncertainties. There is no guarantee that the expected events, trends or results will actually occur. The statements are based on many assumptions and factors, including general economic and market conditions, industry conditions, and operating factors. Any changes in such assumptions or factors could cause actual results to differ materially from current expectations.

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