

MONARCH CEMENT CO
Form 10-K/A
March 14, 2006

FORM 10-K/A AMENDMENT #1
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

(Mark One)

☒ ANNUAL REPORT PURSUANT TO SECTION 13 or 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934
For the fiscal year ended **December 31, 2005**, or
☐ TRANSITION REPORT PURSUANT TO SECTION 13 or 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934
For the transition period from _____ to _____

Commission File Number **0-2757**

THE MONARCH CEMENT COMPANY
(Exact name of registrant as specified in its charter)

Kansas
(State of incorporation)

48-0340590
(IRS employer identification no.)

P.O. Box 1000, Humboldt, Kansas 66748-0900
(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: **620-473-2222**

Securities registered pursuant to Section 12(b) of the Act: **None**

Securities registered pursuant to Section 12(g) of the Act:

Title of Class: **Capital Stock, par value \$2.50 per share**
Class B Capital Stock, par value \$2.50 per share

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act.
Yes _____ No ☒

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act.
Yes _____ No ☒

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.
Yes ☒ No _____

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. ☐

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Act).
Yes _____ No ☒

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, or a non-accelerated filer.
Large accelerated filer _____ Accelerated filer _____ Non-accelerated filer ☒

The aggregate market value of the voting and non-voting common equity held by non-affiliates computed by reference to the average bid and ask prices of such common equity as of the last business day of the registrant's most recently completed second fiscal quarter was \$66,319,500.

As of March 3, 2006, the registrant had outstanding 2,465,996 shares of Capital Stock, par value \$2.50 per share, and 1,560,962 shares of Class B Capital Stock, par value \$2.50 per share.

DOCUMENTS INCORPORATED BY REFERENCE

Portions of the following documents are incorporated by reference into the indicated parts of this report: (1) the registrant's annual report to stockholders for the year ended December 31, 2005 - Parts I, II and IV of Form 10-K and (2) the registrant's definitive proxy statement prepared in connection with the annual meeting of stockholders to be held on April 12, 2006 - Parts II and III of Form 10-K.

When we filed our Form 10-K yesterday, we inadvertently filed non-conformed signature copies of Exhibit 31.1, 31.2, 32.1 and 32.2. We are now filing the conformed signed copies of those exhibits.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) 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.

THE MONARCH CEMENT COMPANY
(Registrant)

By: /s/ Walter H. Wulf, Jr.
Walter H. Wulf, Jr.
President

Date: March 14, 2006

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By: /s/ Jack R. Callahan
Jack R. Callahan
Director

Date: March 14, 2006

By: /s/ Gayle C. McMillen
Gayle C. McMillen
Director

Date: March 14, 2006

By: /s/ Ronald E. Callaway
Ronald E. Callaway
Director

Date: March 14, 2006

By: /s/ Byron K. Radcliff
Byron K. Radcliff
Director

Date: March 14, 2006

By: /s/ David L. Deffner
David L. Deffner
Director

Date: March 14, 2006

By: /s/ Walter H. Wulf, Jr.
Walter H. Wulf, Jr.
President, Principal Executive Officer
and Director

Date: March 14, 2006

By: /s/ Robert M. Kissick
Robert M. Kissick
Director

Date: March 14, 2006

By: /s/ Debra P. Roe
Debra P. Roe, CPA
Chief Financial Officer

Date: March 14, 2006