

U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 FORM 6-K REPORT OF  
FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE SECURITIES EXCHANGE ACT OF  
1934 Dated January 21, 2025 Commission File Number 1-14878 GERDAU S.A. (Translation of Registrant's  
Name into English) Av. Dra. Ruth Cardoso, 8,501 8º andar São Paulo, São Paulo - Brazil CEP 05425-  
070 (Address of principal executive offices) 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 x Form 40-F Exhibit Index Exhibit Description of Exhibit 99.1 Material Fact, January 20, 2025  
SIGNATURES 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 21, 2025  
GERDAU S.A. By: /s/ Rafael Dorneles Japur Name: Rafael Dorneles Japur Title: Executive Vice President  
Investor Relations Director Exhibit 99.1 GERDAU S.A. Corporate Tax ID (CNPJ/MF): 33.611.500/0001-  
19 Registry (NIRE): 35300520696 MATERIAL FACT GERDAU S.A. (B3: GGBR / NYSE: GGB) ("Company") informs its  
shareholders and the market in general that the share buyback program issued by the Company ("2024 Buyback  
Program"), disclosed by Material Fact on July 31, 2024, was concluded on this date. During the period of the buyback,  
1,767,911 common shares (GGBR3) were acquired at an average price of R\$ 17.78 per share and  
68,000,000 preferred shares (GGBR4) at an average price of R\$ 18.89 per share, corresponding to 100% of the Buyback  
Program. The Company informs that the Board of Directors, at a meeting held on this date, approved the cancellation  
of 1,093,011 common shares (GGBR3) and 25,000,000 preferred shares (GGBR4) issued by the Company, with no par  
value and no reduction in the value of the capital stock. As a result of this cancellation of shares, the Company's capital  
stock is now divided into 718,863,819 common shares and 1,333,848,730 preferred shares, with no par value. The  
respective amendment to article 4 of the Bylaws, to reflect the new number of shares, shall be resolved at a  
Shareholders' Meeting to be called in due course. In addition, the Board of Directors approved a new share buyback  
program issued by the Company ("2025 Buyback Program"), as detailed below: Program Objectives: (i) maximize value  
creation for shareholders in the long term through efficient management of its capital structure meeting the needs of  
the long-term incentive programs of the Company and its subsidiaries; (ii) maintain shares in treasury; (iii) cancellation;  
or (iv) subsequently sell the shares in the market. Number of shares to be acquired: up to 63,000,000 preferred shares,  
representing approximately 5% of the outstanding preferred shares (GGBR4) and/or preferred shares (GGB)-backed  
ADRs and up to 1,500,000 common shares, representing approximately 10% of the outstanding common shares  
(GGBR3). Acquisition period: from January 22, 2025, with a maximum duration of 12 (twelve) months, that is, until  
January 22, 2026, inclusive. Further information on the 2025 Buyback Program, as required by Annex G of CVM  
Resolution 80, of March 29, 2022, can be found attached to the minutes of the Board of Directors Meeting, which is  
available on the CVM (<https://www.gov.br/cvm/pt-br>) and of B3 ([https://www.b3.com.br/pt\\_br/](https://www.b3.com.br/pt_br/)). São Paulo, January  
20, 2025. Rafael Dorneles Japur Vice-President and Investor Relations Officer