

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

OMB APPROVAL	
OMB Number:	3235-0287
Expires:	—
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1. Name and Address of Reporting Person* Steven Scheinkman			2. Issuer Name and Ticker or Trading Symbol Castle A M & Co. [CTAM]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input type="checkbox"/> Officer (give title below) Other (specify below)		
(Last) 1420 Kensington Road Suite 220	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/01/2020			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(Street) Oak Brook	(State) IL	(Zip) 60523	4. If Amendment, Date of Original Filed (Month/Day/Year)					
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/01/2020		J		607,035 ⁽¹⁾	A	\$0	607,127	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Convertible Notes	\$3.77	01/01/2020 ⁽²⁾		J		\$987,677		08/31/2017	08/31/2022	Common Stock	262,031 ⁽³⁾	\$0	\$987,677	D	

Explanation of Responses:

1. Represents shares of the Issuer's common stock upon accelerated vesting of restricted stock that was granted on August 31, 2017 with a 3-year vesting period pursuant to the A.M. Castle & Co. Management Incentive Plan, which vesting accelerated to January 1, 2020 upon the Reporting Person's retirement as Chief Executive Officer of the Issuer in accordance with the terms of a Retirement Agreement and Release between the Reporting Person and the Issuer.
2. Represents the Issuer's 5.00%/7.00% Convertible Senior Secured Paid-in-Kind Toggle Notes due 2022 that were granted to the Reporting Person on August 31, 2017 with a 3-year vesting period pursuant to the A.M. Castle & Co. Management Incentive Plan, which vesting accelerated to January 1, 2020 upon the Reporting Person's retirement as Chief Executive Officer of the Issuer in accordance with the terms of a Retirement Agreement and Release between the Reporting Person and the Issuer.
3. Represents \$840,000 in principal amount originally granted to the Reporting Person on August 31, 2017, plus accrued pain-in-kind interest through December 31, 2019.

/s/ Steven W. Scheinkman,

By: Jeremy Steele,

Attorney-in-Fact

01/14/2020

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.