

# CASTLE A M & CO

Reported by  
**TIFFANY BLAIN**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 03/09/12 for the Period Ending 03/07/12

|             |                                                          |
|-------------|----------------------------------------------------------|
| Address     | 1420 KENSINGTON ROAD<br>SUITE 220<br>OAK BROOK, IL 60523 |
| Telephone   | 8474557111                                               |
| CIK         | 0000018172                                               |
| Symbol      | CAS                                                      |
| SIC Code    | 5051 - Metals Service Centers and Offices                |
| Industry    | Misc. Fabricated Products                                |
| Sector      | Basic Materials                                          |
| Fiscal Year | 12/31                                                    |

# FORM 4

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

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

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
OF SECURITIES**

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(f) of the  
Investment Company Act of 1940

|                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>1. Name and Address of Reporting Person *</b><br><b>Tiffany Blain</b><br>(Last) (First) (Middle)<br><b>1420 KENSINGTON ROAD, SUITE 220</b><br>(Street)<br><b>OAK BROOK, IL 60523</b><br>(City) (State) (Zip) | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><b>CASTLE A M &amp; CO [ CAS ]</b><br><b>3. Date of Earliest Transaction (MM/DD/YYYY)</b><br><p align="center"><b>3/7/2012</b></p> <b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b> | <b>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</b><br>_____ Director _____ 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below)<br><b>Pres., Castle Metals Aerospace</b><br><b>6. Individual or Joint/Group Filing (Check Applicable Line)</b><br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

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

| 1. Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. 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                    |                |                                   |                           |   |                                                                   |            | 22868  | D                                                                                             |                                                          |                                                       |
| Common Stock                    |                |                                   |                           |   |                                                                   |            | 530.49 | I                                                                                             | Through 401(k) Plan (1)                                  |                                                       |

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. 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 |                 | 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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|------------------------------------------|--------------------------------------------------------|----------------|-----------------------------------|---------------------------|---|----------------------------------------------------------------------------------------|-----|-----------------------------------------|-----------------|-----------------------------------------------------------------------------------|----------------------------|--------------------------------------------|-----------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|--------------------------------------------------------|
|                                          |                                                        |                |                                   | Code                      | V | (A)                                                                                    | (D) | Date Exercisable                        | Expiration Date | Title                                                                             | Amount or Number of Shares |                                            |                                                                                                     |                                                                                  |                                                        |
| Restricted Stock Units                   | (2)                                                    | 3/7/2012       |                                   | A                         |   | 9300                                                                                   |     | 12/31/2014 (3)                          | 12/31/2014 (3)  | Common Stock                                                                      | 9300                       | \$ 0                                       | 9300                                                                                                | D                                                                                |                                                        |

**Explanation of Responses:**

- (1) Between November 30, 2011 and February 29, 2012, the reporting person's balance decreased by 0.08 shares of common stock under the A.M. Castle & Co. 401(k) Plan. The information in this report is based upon a plan statement dated as of February 29, 2012.
- (2) Each restricted stock unit represents a contingent right to receive one share of common stock of A.M. Castle & Co.
- (3) The restricted stock units vest in full on December 31, 2014, provided the reporting person is employed by A.M. Castle & Co. on the vesting date.

**Reporting Owners**

| Reporting Owner Name / Address | Relationships |           |         |       |
|--------------------------------|---------------|-----------|---------|-------|
|                                | Director      | 10% Owner | Officer | Other |
| Tiffany Blain                  |               |           |         |       |

1420 KENSINGTON ROAD  
SUITE 220  
OAK BROOK, IL 60523

Pres., Castle Metals Aerospace

**Signatures**

**Robert J. Perna, Attorney-in-Fact**

**3/9/2012**

\*\* 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.

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