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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person * | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | |
|-------------------------------------------------|----------------------------------------------------------|--------------------------------------------------------------------------------------|--|--|
| Keating Terrence J | CASTLE A M & CO [CAS] | X Director 10% Owner | | |
| (Last) (First) (Middle) 1420 Kensington Road | 3. Date of Earliest Transaction (Month/Day/Year) | Officer Other (give title below) (specify below) | | |
| Suite 220 (Street) | 10/01/2014 | 6. Individual or Joint/Group Filing | | |
| Oak Brook IL 60523 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | (Check Applicable Line) | | |
| (City) (State) (Zip) | | X Form filed by One Reporting Person 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) | | (Month/Day/Year) | Transaction | | (A) or Disposed Of (D) | | Securities Beneficially Owned | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Ownership |
|-----------------------------------|--|------------------|-------------|---|------------------------|------------------|----------------------------------|-------------------------------------------------------------------|-----------|
| | | | Code | V | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | |

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

| | or Exercise Price of | Transaction Date (Month/ | 3A. Deemed Execution Date, if any (Month/ Day /Year) | 4. Transact Code (In 8) | ion str. | | ive es d ed of str. | 6. Date Exercisable and Expiration Date (Month/ Day /Year) | | of Securities | | Derivative Security (Instr. 5) | Derivative Securities Beneficially Owned | Ownership Form of Derivative | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|------------------|-------------------------|--------------------------------|------------------------------------------------------------------|----------------------------------|-------------|-------|---------------------------------|------------------------------------------------------------------|--|-----------------|----------------------------------------|--------------------------------------|---------------------------------------------------|------------------------------------|--------------------------------------------------------------------|
| | | | | Code | > | (A) | (D) | Exercisable | | Title | Amount or Number of Shares | | | | |
| Phantom Stock | (1) | 10/01/2014 | | A | | 905.8 | | (2) | | Common Stock | 905.8 | \$8.28 | 905.8 | D | |

Explanation of Responses:

1. Conversion is on a one-for-one basis.

2. Phantom stock acquired under the Issuer's Directors' Deferred Compensation Plan. These shares will become payble, in cash or common stock, at the election of the reporting person upon the reporting person's departure from the Board or otherwise per the reporting person's election made at the time of the election to defer compensation.

| Marec E. Edgar, Attorney-In-Fact | 10/02/2014 |
|----------------------------------|------------|
| ** | |

* 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.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.