

# CASTLE A M & CO

# Reported by **EDGAR MAREC ELDEN**

## FORM 4

(Statement of Changes in Beneficial Ownership)

# Filed 04/03/14 for the Period Ending 04/01/14

Address 1420 KENSINGTON ROAD

**SUITE 220** 

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



[] 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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

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

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 <b>and</b> Ticker or Trading Symbol							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
		C	A	STLE	A N	1 & CO	[ CAS	]						
Edgar Marec Elden  (Last) (First) (Middle)				ate of Ea	arlies	t Transac	tion (MM/I	DD/YYYY	) Directo	Director 10% Owner				
(111	iddic)						,			er (give title	e below)	Othe	r (specify	
NI DOA	D CITT	ידר				4/1/201	14		below)	a .	0.0			
N KUA	D, SUL	LE				T/ 1/20.	L-T		VP, Gen.	Counsel	& Secreta	ary		
t)						, Date Ori	iginal File	ed			nt/Group I	Filing (Che	eck	
0523		(			-/				77	,				
	in)													
(E)	P)								Form file	a by More t	nan One Rep	orting Persoi	1	
Table	I - Non-	Deriv	ati	ive Secu	rities	s Acquire	ed, Dispo	sed of, o	r Beneficially	Owned				
		2. Tra	ans.	2A.								6.	7. Nature	
		Date								ransaction(s	)		of Indirect Beneficial	
									u. 3 and 4)				Ownership	
				any			(A)					or Indirect		
						.	or							
						Code V A	mount (D)	Price				./		
) erivativo	e Securiti	es Be	ne	ficially (	Own	ed ( <i>e.g.</i> ,	puts, cal	ls, warr	ants, options,	convert	ible secur	ities)		
	1		$\neg$										11. Nature	
Security Conversion Date Deemed Cod			de Derivative and Expiration Date Securities Un						Underlying	derlying Derivative of			of Indirect	
se		(Instr.	· ·										Beneficial Ownership	
re l	any							(IIISII. 3 ai	iu 4)	(Ilisu. 3)			(Instr. 4)	
				(Instr. 3, 4							Owned	Direct (D)	Ì	
				5)			1		Ι.					
						Date		Title			Transaction	4)		
		Code	v	(A)	(D)	Exercisable	Date	Title	Shares		(s) (Instr. 4)			
4/1/2014	ı İ	A		4937		(2)	(2)	Common Stock	4937	\$0	4937	D		
4/1/2014		A		5088		(3)	(3)	Common Stock	5088	\$0	5088	D		
1 i	(March 1997) N ROA  et)  60523  te) (Zi  Table  Table  3. Trans ion ise ve  4/1/2014	(Middle)  N ROAD, SUIT  (b)  (a)  (b)  N ROAD, SUIT  (c)  (b)  Table I - Non-  (c)  Derivative Securiti  (d)  (A)  (A)  Deemed  (d)  (Execution  (d)  Date  (d)  (d)  (d)  (e)	Middle   3   3   3   4   5   5   6   6   6   6   6   6   6   6	CA	CASTLE  (Middle)  3. Date of Each  N ROAD, SUITE  4. If Amend (MM/DD/YYYY)  50523  (Zip)  Table I - Non-Derivative Securities  2. Trans. Date  2. Trans. Date  2. Trans. Date  (Instr. 8)  Date, if any  Acquired (Disposed of (Instr. 3, 4 5)  Code V (A)  4/1/2014  A 4937	CASTLE A M  (Middle)  3. Date of Earlies  4. If Amendment (MM/DD/YYYY)  50523  (Zip)  Table I - Non-Derivative Securities  2. Trans. Date  2. Trans. Date  2. Trans. Date, if any  Deemed Execution Date, if any  3. Trans. Joace (Instr. 8)  Code Executies Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Code V (A) (D)  4/1/2014  A 4937	CASTLE A M & CO  (Middle)  3. Date of Earliest Transac  4/1/202  4. If Amendment, Date Ori (MM/DD/YYYY)  4. If Amendment, Date Ori (MM/DD/YYYY)  Table I - Non-Derivative Securities Acquire  2. Trans. Date  2. Trans. Date  2. Trans. Deemed Execution Date, if any  Code V A  Derivative Securities Beneficially Owned (e.g., and Execution Date, if any  3. Trans. Date  Derivative Securities Beneficially Owned (e.g., and Execution Date, if any  Code V (A)  Code V (A)  Code V (A)  Date  Code V (A)  Code V (A)  Date  Exercisable  4/1/2014  A 4937  (2)	CASTLE A M & CO [ CAS    (Middle)   3. Date of Earliest Transaction (MM/I   N ROAD, SUITE   4/1/2014     4. If Amendment, Date Original File (MM/DD/YYYY)     50523   1e) (Zip)   2. Trans. Date   2. Trans. Date   Deemed Execution Date, if any   2. Trans. Date   Deemed Isse   Deemed	CASTLE A M & CO [ CAS ]  3. Date of Earliest Transaction (MM/DD/YYYY  4. If Amendment, Date Original Filed (MM/DD/YYYY)  4. If Amendment, Date Original Filed (MM/DD/YYYY)  Table I - Non-Derivative Securities Acquired, Disposed of, of Date if any  2. Trans. Date  2. Trans. Deemed Execution (Instr. 8)  Date in Date Deemed Execution Date, if any  3. Trans. January  3. Trans. January  3. Trans. January  4. Sourities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Code V Amount (D) Price  Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Date Execution Date Execution Date Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Code V (A) (D) Date Exercisable Date Expiration Date Securities Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Code V (A) (D) Date Expiration Title  4/1/2014  A 4937  (2) (2) Common Stock  4/1/2014  A 5088  (3) (3) Common	CASTLE A M & CO [ CAS ]  3. Date of Earliest Transaction (MM/DD/YYYY)  4/1/2014  4. If Amendment, Date Original Filed (MM/DD/YYYY)  4. If Amendment, Date Original Filed (MM/DD/YYYY)  4. If Amendment, Date Original Filed (MM/DD/YYYY)  5. In Securities Acquired, Disposed of, or Beneficially Code (Instr. 8) Date Date Date Date Date Date Date Date	CASTLE A M & CO [ CAS ]    Check all applicable   Check all applicab	CASTLE A M & CO [ CAS ]    Castle A M & CO   CAS	CASTLE A M & CO [ CAS ]  3. Date of Earliest Transaction (MM/DD/YYYY)  N ROAD, SUITE  4/1/2014  4. If Amendment, Date Original Filed (MM/DD/YYYY)  4. If Amendment, Date Original Filed (MM/DD/YYYY)  4. If Amendment, Date Original Filed (MM/DD/YYYY)  50523  (Zip)  4. Trans. Date  2. Trans. Date  2. Trans. Date  2. Trans. Date  2. Trans. Date  3. Trans. Date  4. Securities Acquired, Disposed of, or Beneficially Owned  Execution (Instr. 8)  (A) (Code V Amount (D) Price  3. Trans. Date  4. Trans. Date  5. Amount of Securities Beneficially Owned (Instr. 3) and 4)  (Instr. 3)  (Instr. 4)  (Instr. 5)  (Instr. 4)  (Instr. 5)  (Instr. 4)  (Instr. 5)  (Instr. 4)  (Instr. 5)  (Instr. 4)  (Instr. 4)  (Instr. 5)  (Instr. 6)  (Instr. 8)  (Instr. 8)  (Instr. 8)  (Inst	

#### **Explanation of Responses:**

- (1) Each restricted stock unit represents a contingent right to receive one share of common stock of A.M. Castle & Co.
- (2) The restricted stock units vest in full on December 31, 2016, provided the Reporting Person is employed by A.M Castle on the vesting date.
- (3) The restricted stock units vest in full on April 1, 2017, provided the Reporting Person is employed by A.M. Castle on the vesting date.

**Reporting Owners** 

Panerting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Edgar Marec Elden 1420 KENSINGTON ROAD SUITE 220 OAK BROOK, IL 60523			VP, Gen. Counsel & Secretary				

#### **Signatures**

/s/ Marec E. Edgar

4/3/2014

Date

\*\* Signature of Reporting Person

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 control number.