

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

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**FORM 8-K**

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**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934**

Date of Report: **February 3, 2017**  
(Date of earliest event reported)

**A.M. CASTLE & CO.**  
(Exact name of registrant as specified in its charter)

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**Maryland**  
(State or other jurisdiction of  
incorporation)

**1-5415**  
(Commission File  
Number)

**36-0879160**  
(IRS Employer Identification No.)

**1420 Kensington Road, Suite 220  
Oak Brook, IL 60523**  
(Address of principal executive offices)

Registrant's telephone number including area code: **(847) 455-7111**

**Not Applicable**  
(Former name or former address if changed since last report.)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13 e-4(c))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(b) On February 3, 2017, as a result of a change in primary employment, Gary Masse notified A.M. Castle & Co. (the “Company”) of his intention to resign from his positions as chairperson and a member of the Board of Directors (the “Board”) of the Company, as well as all committees of the Board on which he served. Mr. Masse’s resignation was not a result of any disagreement with the Company on any matters relating to the Company’s operations, policies, or practices.

On February 9, 2016, the Board accepted Mr. Masse’s resignation and appointed Pamela Forbes Lieberman as chairperson of the Board to replace Mr. Masse.

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**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 hereunto duly authorized.

**A.M. CASTLE & CO.**

February 9, 2017

By: /s/ Marec E. Edgar

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Marec E. Edgar  
Executive Vice President, General Counsel,  
Secretary & Chief Administrative Officer

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