

SIMPSON MICHAEL
Form 4
May 27, 2011

FORM 4

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

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

**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(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SIMPSON MICHAEL

(Last) (First) (Middle)

1420 KENSINGTON
ROAD, SUITE 220

(Street)

OAK BROOK, IL 60523

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CASTLE A M & CO [CAS]

3. Date of Earliest Transaction
(Month/Day/Year)
05/27/2011

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired 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)
Common Stock	05/27/2011		M	10,000	A \$ 11 107,083	D	
Common Stock	05/27/2011		S	6,084	D \$ 18.14 100,999	D	
Common Stock					(1)		
Common Stock					10,546	I	See Note (2)
Common Stock					22,781	I	See Note (3)
Common Stock					262,433	I	See Note (4)

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Common Stock	20,992	I	See Note (5)
Common Stock	157,872	I	See Note (6)
Common Stock	1,371.0566	I	Through 401(k) Plan (7)

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 11	05/27/2011		M		10,000		07/26/2002	07/26/2011	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SIMPSON MICHAEL 1420 KENSINGTON ROAD SUITE 220 OAK BROOK, IL 60523	X

Signatures

Robert J. Perna,
Attorney-In-Fact 05/27/2011

**Signature of Reporting Person

Date

Explanation of Responses:

* 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).

This transaction was executed in multiple trades at prices ranging from \$18.04 to \$18.29. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(2) Beneficiary under Trust dated 12/07/1949 United States Trust Co., Trustee.

(3) Beneficiary under Trust dated 7/24/1968 United States Trust Co., Trustee.

(4) Beneficiary under Trust dated 7/26/1972 United States Trust Co. and Patrick J. Herbert, III, Trustee.

(5) Beneficiary under Trust dated 12/23/1976 Northern Trust Co., Trustee.

(6) Beneficiary under Trust dated 12/19/1980 Patrick J. Herbert, III, Trustee.

(7) Between March 31, 2011 and April 30, 2011 the reporting person's share balance of A. M. Castle & Co. stock under the A. M. Castle & Co. 401(k) plan decreased by 0.0694 shares. The information in this report is based on a plan statement dated as of April 30, 2011.

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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