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CASTLE A M &	CO										
Form 4 December 16, 200)8										
FORM 4									PPROVAL		
		ECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549					3235-0287				
Check this box if no longer						Expires:	January 31, 2005				
subject to Section 16. Form 4 or Form 5		STATEMENT OF CHANGES IN BENEFICIAL OWNERSH SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of							average urs per . 0.5		
obligations may continue. <i>See</i> Instruction 1(b).	-	a) of the l	Public U	tility Hol	ding Co		of 1935 or Secti				
(Print or Type Respor	ises)										
1. Name and Address of Reporting Person <u>*</u> Keating Terrence J			2. Issuer Name and Ticker or Trading Symbol CASTLE A M & CO [CAS]			5. Relationship of Reporting Person(s) to Issuer					
(Last) (First) (Middle) 3400 NORTH WOLF ROAD			3. Date of Earliest Transaction (Month/Day/Year) 12/12/2008			-	(Check all applicable)				
						X_ Director 10% Owner Officer (give title Other (specify below) below)					
			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person					
FRANKLIN PAI	RK, IL 6013	1					Form filed by Person	More than One R	eporting		
(City) (S	State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
	nsaction Date th/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or of (D)	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)		
Domindor: Donort on	a concrete line	for each a	ass of soo				ar indiractly				
Reminder: Report on	a separate fille	for each cr	455 01 500	unities beile.	Perso inforr requi	ons who res nation cont red to resp ays a curre	spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab	le II - Deriv	vative Sec	urities Acq	uired, Dis	posed of, or	Beneficially Owned	d			

I - Derivative Securities Acquired, Disposed of, or Beneficiall (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		ionDerivative Expiration Date Underly	
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A) or		

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Derivative Security			Disposed of (D) (Instr. 3, 4, and 5)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	(1)	12/12/2008	А		231.278		(2)	(2)	Common Stock	231.278

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Keating Terrence J 3400 NORTH WOLF ROAD FRANKLIN PARK, IL 60131	Х							
Signatures								
Robert J. Perna, Attorney-in-Fact	12	2/16/2008						
**Signature of Reporting Person		Date						
Explanation of Re	enon	606.						

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).
- (1) Conversion is on a 1 for 1 basis.
- Phantom Stock acquired under the Issuer's Directors' Deferred Compensation Plan. These shares will become payable, in cash or common(2) 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.

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 number.