

RELIANCE STEEL & ALUMINUM CO

Form 4

March 04, 2016

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
HOFFMAN JAMES DONALD

2. Issuer Name **and** Ticker or Trading
Symbol
**RELIANCE STEEL & ALUMINUM
CO [RS]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

**350 SOUTH GRAND
AVENUE, SUITE 5100**

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/03/2016

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
EVP, Chief Operating Officer

LOS ANGELES, CA 90071

(City) (State) (Zip)

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
____ 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 (A) 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)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	03/03/2016		M		12,500	A	\$ 55.73	36,615 ⁽¹⁾	D
Common Stock	03/03/2016		S		12,500	D	\$ 65.23 ⁽²⁾	24,115 ⁽¹⁾	D
Common Stock								731	I
									Held by Trustee of Reliance Steel & Aluminum Co.

Common Stock	3,304	I	Employee Stock Ownership Plan Held by Trustee of Reliance Steel & Aluminum Co. 401(k) Plan
--------------	-------	---	---

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

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.

SEC 1474
(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)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Option to Acquire Common Stock	\$ 55.73	03/03/2016		M	12,500	<u>(3)</u> 02/23/2018	Common Stock	12,500

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
HOFFMAN JAMES DONALD 350 SOUTH GRAND AVENUE SUITE 5100 LOS ANGELES, CA 90071	EVP, Chief Operating Officer

Signatures

/s/ James Donald Hoffman by William A. Smith II as his
Attorney-in-Fact

03/04/2016

____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).
- (1) Includes 1,000 restricted shares subject to vesting over time and 7,600 unvested restricted stock units subject to service criteria.
The price reported represents the weighted average sale price of the shares disposed of. The actual sale prices ranged from \$64.95 to
- (2) \$65.79. The Reporting Person has provided to the Issuer, and hereby undertakes to provide upon request by the U.S. Securities and Exchange Commission staff or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- (3) The options vested and became exercisable in four equal annual installments beginning on February 23, 2012.
In addition, the Reporting Person beneficially owns (i) 18,000 restricted stock units subject to performance and service criteria and (ii)
- (4) 3,404 shares of phantom stock (to be satisfied by a cash payment to the Reporting Person upon the termination of his employment with the Issuer) as of the date of this report.

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.