

RELIANCE STEEL &amp; ALUMINUM CO

Form 4

May 13, 2015

**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  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HANNAH DAVID H

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)  
05/11/2015

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

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)  
☒ 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	05/11/2015		M		25,000	A	\$ 42.81	235,000 <sup>(1)</sup>	I	Held by Trustees of The David H. and Joan B. Hannah Family Trust, dated April 13, 2010
Common Stock	05/11/2015		S		25,000	D	\$ 66.28	210,000 <sup>(1)</sup>	I	Held by Trustees of

(2)

The David  
H. and Joan  
B. Hannah  
Family  
Trust, dated  
April 13,  
2010

Held by  
Trustee of  
Reliance  
Steel &  
Aluminum  
Co.  
Employee  
Stock  
Ownership  
Plan

Common  
Stock

27,896 I

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

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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
Options to Acquire Common Stock	\$ 42.81	05/11/2015		M	25,000	<u>(3)</u> 02/23/2017	Common Stock	25,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HANNAH DAVID H  
350 SOUTH GRAND AVENUE  
SUITE 5100  
LOS ANGELES, CA 90071

X

CEO and Chairman

## Signatures

/s/ David H. Hannah by William A. Smith II as his  
Attorney-in-Fact

05/13/2015

\_\_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 20,000 restricted shares subject to vesting over time and 10,000 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 \$66.11 to \$66.45. 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.
- (2) The options vested and became exercisable in four equal annual installments beginning on February 23, 2011.
- (3) In addition, the Reporting Person beneficially owns 140,000 restricted stock units subject to performance criteria (with various vesting dates) and 175,000 options to acquire common stock (with various exercise prices and expiration dates) 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.