

RELIANCE STEEL & ALUMINUM CO

Form 4

January 05, 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

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(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**

3. Date of Earliest Transaction
(Month/Day/Year)
12/31/2014

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
Sr. VP, Operations

(Street)
LOS ANGELES, CA 90071

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

(City) (State) (Zip)

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	12/31/2014		M		2,000	A	<u>11</u>	14,239 <u>(2)</u>	D
Common Stock	12/31/2014		F		929	D	\$ 61.27	13,310 <u>(2)</u>	D
Common Stock								473	I
									Held by Trustee of Reliance Steel & Aluminum Co. Employee

Common Stock	3,221	I	Stock Ownership Plan Held by Trustee of Reliance Steel & Aluminum Co. 401(k) Plan
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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)	8. Pr Deriv Secur (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(1)	12/31/2014		M	2,000	(3)	(3)	Common Stock	2,000

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			Sr. VP, Operations	

Signatures

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

01/05/2015

____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) Each restricted stock unit represents a contingent right to receive one share of RS common stock and certain dividend equivalents.

(2) Includes 3,000 restricted shares subject to vesting over time.

(3) 2,000 restricted stock units vested on December 31, 2014. The remaining 8,000 restricted stock units reported on this line are subject to performance criteria and all or a portion shall vest on or before March 15, 2015.

(4) In addition, the Reporting Person beneficially owns (i) 20,000 restricted stock units subject to performance and service criteria (with various vesting dates), (ii) 12,500 options to acquire common stock (with an exercise price of \$55.73 per share and an expiration date of February 23, 2018), and (iii) 3,143 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.

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