

RELIANCE STEEL & ALUMINUM CO  
 Form 4  
 March 17, 2015

**FORM 4**

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

OMB APPROVAL

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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

(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)  
 03/02/2015

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

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)
				(A) or (D) Code V Amount (D) Price			
Common Stock	03/02/2015		M	3,700 A	\$ 17,010 <sup>(2)</sup>	D	
Common Stock	03/02/2015		F	1,194 D	\$ 57.42	D	
Common Stock					473	I	Held by Trustee of Reliance Steel & Aluminum Co. Employee

Common Stock	3,233	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	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Restricted Stock Units	(1)	03/02/2015		M	3,700	(3)	(3)	Common Stock	3,700

## 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

03/17/2015

\_\_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) 3,700 restricted stock units subject to performance criteria vested on March 2, 2015.

- 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.
- (4)

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.