

CASTLE A M & CO  
Form 4/A  
December 16, 2010

**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 \*  
HERBERT PATRICK J III

(Last) (First) (Middle)

3400 NORTH WOLF ROAD

(Street)

FRANKLIN PARK, IL 60131

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
CASTLE A M & CO [CAS]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/24/2008

4. If Amendment, Date Original Filed(Month/Day/Year)  
11/26/2008

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

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 Beneficial Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount	(D)	Price

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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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	Derivative Security		Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V (A) (D)				
Phantom Stock	(1)	03/24/2008	A	115.473	(2)	(2)	Common Stock	115.473
Phantom Stock	(1)	05/09/2008	A	161.655	(2)	(2)	Common Stock	161.655
Phantom Stock	(1)	08/11/2008	A	287.644	(2)	(2)	Common Stock	287.644
Phantom Stock	(1)	11/24/2008	A	448.029	(2)	(2)	Common Stock	448.029

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HERBERT PATRICK J III 3400 NORTH WOLF ROAD FRANKLIN PARK, IL 60131	X	X		

## Signatures

Robert J. Perna,  
Attorney-In-Fact

12/16/2010

\_\_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) Conversion is on a 1 for 1 basis.

(2) Phantom Stock acquired under the Issuer's Directors' Deferred Compensation Plan. These shares will become payable, in cash or common 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.

(3) Balance includes 53.641 shares acquired on March 7, 2008 pursuant to an automatic dividend reinvestment feature under the Issuer's Directors' Deferred Compensation Plan.

(4) Due to an inadvertent calculation error, the "Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)" reported on this line in Table II on the Form 4 filed on November 26, 2008 should have been 18,415.87 shares rather than 18,451.724 shares, a difference of (35.854) shares.

(5) Due to an inadvertent calculation error, the "Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)" reported on this line in Table II on the Form 4 filed on November 26, 2008 should have been 18,577.525 shares rather than 18,613.379 shares, a difference of (35.854) shares.

(6) Balance includes 34.156 shares acquired on May 22, 2008 pursuant to an automatic dividend reinvestment feature under the Issuer's Directors' Deferred Compensation Plan.

(7) Due to an inadvertent calculation error, the "Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)" reported on this line in Table II on the Form 4 filed on November 26, 2008 should have been 18,899.325 shares rather than 18,901.023

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shares, a difference of (1.698) shares.

- (8) Balance includes 53.329 shares acquired on August 21, 2008, and 180.788 shares acquired on November 20, 2008 pursuant to an automatic dividend reinvestment feature under the Issuer's Directors' Deferred Compensation Plan.

Due to an inadvertent calculation error (i) the "Price of Derivative Security" reported on this line in Table II of the Form 4 filed on November 26, 2008 should have been \$11.16 instead of \$8.11, (ii) the "Number of Derivative Securities Acquired or Disposed" and the

- (9) "Amount or Number of Shares" reported on this line in Table II on the Form 4 filed on November 26, 2008 should have been 448.029 shares rather than 616.523 shares; and (iii) the "Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)" reported on this line in Table II on the Form 4 filed on November 26, 2008 should have been 19,581.471 shares rather than 19,786.332 shares, a difference of (204.861) shares.

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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