

CASTLE A M & CO  
Form 5  
February 13, 2008

# FORM 5

**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).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**HERBERT PATRICK J III**

(Last) (First) (Middle)

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

**3400 NORTH WOLF ROAD**

(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2007**

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

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

6. Individual or Joint/Group Reporting (check applicable line)

**FRANKLIN PARK, IL 60131**

(City) (State) (Zip)

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)	Amount (A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/30/2007	Â	M		1,500	A \$ 21.875	10,728	D	Â
Common Stock	05/30/2007	Â	I		1,446	A (1) \$ 34.58	12,174	D	Â
Common Stock	05/30/2007	Â	S		1	D \$ 35.5	12,173	D	Â
Common Stock	05/30/2007	Â	S		300	D \$ 35.59	11,873	D	Â
Common Stock	05/30/2007	Â	S		100	D \$ 35.64	11,773	D	Â

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Common  
Stock

Common Stock 05/30/2007 Â S 523 D \$ 35.68 11,250 D Â

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

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SEC 2270  
(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 Security (Instr. 3 and 4)	An Nu Sh
					(A)	(D)	Date Exercisable	Expiration Date		
Phantom Stock <sup>(2)</sup>	\$ 0	06/20/2007	Â	A4	4,022.559	Â	Â <sup>(2)</sup>	Â <sup>(2)</sup>	Common Stock	4,
Phantom Stock <sup>(2)</sup>	\$ 0	08/10/2007	Â	A	201.314	Â	Â <sup>(2)</sup>	Â <sup>(2)</sup>	Common Stock	2
Phantom Stock <sup>(2)</sup>	\$ 0	12/10/2007	Â	A	268.646	Â	Â <sup>(2)</sup>	Â <sup>(2)</sup>	Common Stock	2
Phantom Stock <sup>(2)</sup>	\$ 0	12/28/2007	Â	A	176.491	Â	Â <sup>(2)</sup>	Â <sup>(2)</sup>	Common Stock	1
Stock Options (Right to Buy)	\$ 8.52	Â	Â	3	Â	Â	06/01/2005	06/01/2014	Common Stock	
Stock Options (Right to Buy)	\$ 10	Â	Â	3	Â	Â	07/27/2001	07/27/2010	Common Stock	
Stock Options (Right to Buy)	\$ 10.35	Â	Â	3	Â	Â	06/03/2003	06/03/2012	Common Stock	
Stock Options (Right to Buy)	\$ 12.3125	Â	Â	3	Â	Â	06/01/2001	06/01/2010	Common Stock	
Stock Options	\$ 13	Â	Â	3	Â	Â	06/01/2002	06/01/2011	Common Stock	

(Right to Buy)

Stock Options (Right to Buy)	\$ 14.22	Â	Â	3	Â	Â	06/01/2006	06/01/2015	Common Stock
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Stock Options (Right to Buy)	\$ 15.0625	Â	Â	3	Â	Â	06/01/2000	06/01/2009	Common Stock
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Stock Options (Right to Buy)	\$ 22.4375	Â	Â	3	Â	Â	06/01/1999	06/01/2008	Common Stock
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## Reporting Owners

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

## Signatures

Sherry L. Holland,  
Attorney-in-Fact

02/13/2008

\_\_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) Restricted Stock awarded to Directors as of April 27, 2007, valued at closing common stock price on April 27, 2007; cliff vests in one year. Transaction previously reported on Form 4 dated 5/31/2007.
- (2) Each share of Phantom Stock is the economic equivalent of one shares of Common Stock. The share of Phantom Stock becomes payable in cash or Common Stock, at the election of the reporting person, upon the reporting person's termination of service as a Director.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.