

RELIANCE STEEL & ALUMINUM CO  
 Form 4  
 May 30, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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

(Last) (First) (Middle)  
 350 SOUTH GRAND AVENUE, SUITE 5100  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 05/28/2014

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |  |
| Common Stock                    | 05/28/2014                           |  | M                              | 6,250   | A \$ 33.7   | 19,425 <sup>(1)</sup>                                    | D  |
| Common Stock                    | 05/28/2014                           |  | M                              | 25,000  | A \$ 42.81  | 44,425 <sup>(1)</sup>                                    | D  |
| Common Stock                    | 05/28/2014                           |  | S                              | 31,250  | D \$ 72.36 <sup>(2)</sup>   | 13,175 <sup>(1)</sup>                                    | D  |
| Common Stock                    |                                      |  |                                |   |   | 473 <sup>(3)</sup>                                       | I Held by Trustee of Reliance              |

|                 |       |   |  |
|-----------------|-------|---|--|
| Common<br>Stock | 3,148 | I | Steel &<br>Aluminum<br>Co.<br>Employee<br>Stock<br>Ownership<br>Plan<br><br>Held by<br>Trustee of<br>Reliance<br>Steel &<br>Aluminum<br>Co. 401(k)<br>Plan |
|-----------------|-------|---|--|

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Amount<br>or<br>Number<br>of Shares |        |
|---|---|---|---|---|--|--|---|--|--------|
|   |   |   |   | Code                                    | V (A) (D)  | Date<br>Exercisable  | Expiration<br>Date  | Title                                  |        |
| Options<br>to<br>Acquire<br>Common<br>Stock         | \$ 33.7   | 05/28/2014                              |   | M                                       | 6,250  | <u>(4)</u>   | 04/27/2016  | Common<br>Stock                        | 6,250  |
| Options<br>to<br>Acquire<br>Common<br>Stock         | \$ 42.81  | 05/28/2014                              |   | M                                       | 25,000   | <u>(6)</u>   | 02/23/2017  | Common<br>Stock                        | 25,000 |

# Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                    |       |
|---|---------------|-----------|--------------------|-------|
|   | Director      | 10% Owner | Officer            | Other |
| HOFFMAN JAMES DONALD<br>350 SOUTH GRAND AVENUE<br>SUITE 5100<br>LOS ANGELES, CA 90071 |               |           | Sr. VP, Operations |       |

# Signatures

/s/ James D. Hoffman by William A. Smith II as his Attorney-in-Fact 05/30/2014

\*\*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 5,000 restricted shares subject to vesting over time.  
The price reported represents the weighted average sale price of the shares disposed of. The actual sale prices ranged from \$72.31 to
- (2) \$72.53. 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.
- (3) The Issuer has received the allocation for the 2013 plan year under the Reliance Steel & Aluminum Co. Employee Stock Ownership Plan ("ESOP"). The Reporting Person acquired 76 ESOP shares for the 2013 plan year.
- (4) The options vested and became exercisable in four equal annual installments beginning on April 27, 2010, which was the first anniversary of the date on which the options were granted.  
In the aggregate, the Reporting Person beneficially owns 12,500 options to acquire common stock (with an exercise price of \$55.73 per
- (5) share and an expiration date of February 23, 2018) as of the date of this report. In addition, the Reporting Person beneficially owns an aggregate of 30,000 restricted stock units subject to performance and service criteria.
- (6) The options vested and became exercisable in four equal annual installments beginning on February 23, 2011, which was the first anniversary of the date on which the options were granted.

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.