

HAYEK JOSEPH B

Form 3/A

January 07, 2019

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *

HAYEK JOSEPH B

(Last) (First) (Middle)

200 OLD WILSON BRIDGE
ROAD

(Street)

COLUMBUS, OH 43085

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

11/01/2018

3. Issuer Name and Ticker or Trading Symbol
WORTHINGTON INDUSTRIES INC [WOR]4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
VP and CFO5. If Amendment, Date Original
Filed(Month/Day/Year)

11/01/2018

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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Shares

11,400 ⁽¹⁾

D

H

Common Shares

2,000

I

By IRA

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

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of5. Ownership
Form of
Derivative6. Nature of
Indirect Beneficial
Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Non-Qualified Stock Option (Right to Buy)	06/30/2015 ⁽²⁾	06/30/2024	Common Shares	1,500	\$ 43.04	D	Â
Employee Non-Qualified Stock Option (Right to Buy)	06/26/2016 ⁽³⁾	06/26/2025	Common Shares	2,000	\$ 30.92	D	Â
Employee Non-Qualified Stock Option (Right to Buy)	06/30/2017 ⁽⁴⁾	06/30/2026	Common Shares	1,500	\$ 42.3	D	Â
Employee Non-Qualified Stock Option (Right to Buy)	06/29/2018 ⁽⁵⁾	06/29/2027	Common Shares	1,200	\$ 47.76	D	Â
Employee Non-Qualified Stock Option (Right to Buy)	06/28/2019 ⁽⁶⁾	06/28/2028	Common Shares	1,200	\$ 42.91	D	Â
Phantom Stock Acquired Under Deferred Compensation Plan	Â ⁽⁷⁾	Â ⁽⁸⁾	Common Shares	851	\$ ⁽⁹⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HAYEK JOSEPH B 200 OLD WILSON BRIDGE ROAD COLUMBUS,Â OHÂ 43085	Â	Â	Â VP and CFO	Â

Signatures

/s/Dale T. Brinkman, as attorney-in-fact for Joseph B. Hayek

01/07/2019

 **Signature of Reporting Person

____ Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) 2,200 common shares were omitted from the reporting person's original Form 3, and also were omitted from five (5) Form 4's filed by the reporting person after his original Form 3 was filed.

(2) This non-qualified stock option was granted pursuant to the Worthington Industries, Inc. 2010 Stock Option Plan and vested at 33.33% per year beginning on the first anniversary of the 6/30/2014 grant date. The date listed is the first day any portion of the non-qualified stock option vested.

(3)

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This non-qualified stock option was granted pursuant to the Worthington Industries, Inc. 2010 Stock Option Plan and vests at 33.33% per year beginning on the first anniversary of the 6/26/2015 grant date. The date listed is the first day any portion of the non-qualified stock option vested.

- (4) This non-qualified stock option was granted pursuant to the Worthington Industries, Inc. 2010 Stock Option Plan and vests at 33.33% per year beginning on the first anniversary of the 6/30/2016 grant date. The date listed is the first date any portion of the non-qualified stock option vested.

- (5) This non-qualified stock option was granted pursuant to the Worthington Industries, Inc. 2010 Stock Option Plan and vests at 33.33% per year beginning on the first anniversary of the 6/29/2017 grant date. The date listed is the first date any portion of the non-qualified stock option vested.

- (6) This non-qualified stock option was granted pursuant to the Worthington Industries, Inc. 2010 Stock Option Plan and vests at 33.33% per year beginning on the first anniversary of the 6/28/2018 grant date. The date listed is the first date any portion of the non-qualified stock option will vest.

- (7) Prior to October 1, 2014, the account balances related to the theoretical Worthington Industries, Inc. common share deemed investment option could be immediately transferred to other investment options under the terms of the Worthington Industries, Inc. Amended and Restated 2005 Deferred Compensation Plan, as amended (the "2005 NQ Plan").

- (8) The 2005 NQ Plan provides that effective October 1, 2014 and thereafter, any amount credited in a participant's account to the phantom stock fund (i.e. theoretical Worthington Industries, Inc. common shares deemed investment option) may not be transferred to an alternative deemed investment option under the 2005 NQ Plan until distribution from the 2005 NQ Plan. Distributions are made only in common shares of Worthington Industries, Inc. and generally commence upon a person's leaving employment with Worthington Industries, Inc.

- (9) The account under the 2005 NQ Plan tracks common shares on a one-for-one basis.

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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