

ROMAIN GAYLE S

Form 4

March 24, 2011

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
ROMAIN GAYLE S

2. Issuer Name **and** Ticker or Trading
Symbol
SCHNITZER STEEL INDUSTRIES
INC [SCHN]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3200 NW YEON AVENUE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/22/2011

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

PORTLAND, OR 97210

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock								450	I	See Note <u>(1)</u>
Class A Common Stock								450	I	See Note <u>(2)</u>
Class A Common Stock								33,500	I	By Trust <u>(5)</u>
Class A Common	03/22/2011		S		300	D	\$ 64.5	26,005	I	By Trust <u>(3)</u>

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Stock								
Class A Common Stock	03/22/2011	S	496	D	\$ 64.52	25,509	I	By Trust (3)
Class A Common Stock	03/22/2011	S	4	D	\$ 64.535	25,505	I	By Trust (3)
Class A Common Stock	03/22/2011	S	100	D	\$ 64.541	25,405	I	By Trust (3)
Class A Common Stock	03/22/2011	S	400	D	\$ 64.5449	25,005	I	By Trust (3)
Class A Common Stock	03/22/2011	S	300	D	\$ 64.55	24,705	I	By Trust (3)
Class A Common Stock	03/22/2011	S	200	D	\$ 64.56	24,505	I	By Trust (3)
Class A Common Stock	03/22/2011	S	700	D	\$ 34.57	23,805	I	By Trust (3)
Class A Common Stock	03/22/2011	S	200	D	\$ 64.6	23,405	I	By Trust (3)
Class A Common Stock	03/22/2011	S	200	D	\$ 64.61	23,405	I	By Trust (3)
Class A Common Stock	03/22/2011	S	500	D	\$ 64.618	22,905	I	By Trust (3)
Class A Common Stock	03/22/2011	S	200	D	\$ 64.6192	22,705	I	By Trust (3)
Class A Common Stock	03/22/2011	S	100	D	\$ 64.66	22,605	I	By Trust (3)
Class A Common Stock	03/22/2011	S	100	D	\$ 64.67	22,505	I	By Trust (3)
Class A Common Stock	03/22/2011	S	200	D	\$ 64.68	22,305	I	By Trust (3)

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Class A Common Stock	03/22/2011	S	100	D	\$ 64.69	22,205	I	By Trust (3)
Class A Common Stock	03/22/2011	S	500	D	\$ 64.7	21,705	I	By Trust (3)
Class A Common Stock	03/22/2011	S	500	D	\$ 64.71	21,205	I	By Trust (3)
Class A Common Stock	03/22/2011	S	101	D	\$ 64.73	21,104	I	By Trust (3)
Class A Common Stock	03/22/2011	S	391	D	\$ 64.74	20,713	I	By Trust (3)
Class A Common Stock	03/22/2011	S	100	D	\$ 64.746	20,613	I	By Trust (3)
Class A Common Stock	03/22/2011	S	108	D	\$ 64.75	20,505	I	By Trust (3)
Class A Common Stock	03/22/2011	S	100	D	\$ 64.753	20,405	I	By Trust (3)
Class A Common Stock	03/22/2011	S	500	D	\$ 64.7545	19,905	I	By Trust (3)
Class A Common Stock	03/22/2011	S	200	D	\$ 64.765	19,705	I	By Trust (3)
Class A Common Stock	03/22/2011	S	300	D	\$ 64.77	19,405	I	By Trust (3)
Class A Common Stock	03/22/2011	S	400	D	\$ 64.78	19,005	I	By Trust (3)

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)

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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. Price of Derivative Security (Instr. 5)
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						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Code	V	(A)	(D)						
						(6)	(6)	Class A Common Stock	140,000
						(6)	(6)	Class A Common Stock	203,860
						(6)	(6)	Class A Common Stock	10,596

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROMAIN GAYLE S 3200 NW YEON AVENUE PORTLAND, OR 97210		X		

Signatures

Richard C. Josephson,
Attorney-In-Fact

03/24/2011

__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) Represents shares held by Paul Romain, the spouse of reporting person, as Custodian under the Oregon Uniform Transfers to Minors Act F/B/O Danielle Romain.
 - (2) Represents shares held by Paul Romain, the spouse of reporting person, as Custodian under the Oregon Uniform Transfers to Minors Act F/B/O Mikhael Romain.
 - (3) Voting trust certificates or shares, as the case may be, are held by Gayle S. Romain and Rita S. Philip, Trustees of Gayle S. Romain Family Trust U/A/D July 2, 2003. (the "Gayle Trust").
 - (4) Voting trust certificates or shares, as the case may be, are held by Dina S. Meier, Eric Meier and Gayle S. Romain, Trustees of the Dina S. Meier Revocable Trust dated July 12, 2004 FBO Dina S. Meier.

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- (5) Shares are held by Gayle S. Romain, Trustee for Gayle S. Romain, et al, under Trust Agreement dated January 30, 1970.
- (6) Class B Common Stock is immediately convertible on a one-for-one basis into Class A Common Stock and has no expiration date.
- (7) Voting trust certificates or shares, as the case may be, are held by Gayle S. Romain, Family Trustee, and Mardi S. Schnitzer, Independent Trustee, U/A/D December 22, 1994 F/B/O Laura H. Rosencrantz.

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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