

RELIANCE STEEL & ALUMINUM CO  
 Form 4  
 November 26, 2013

**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 \*  
**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)  
 11/25/2013

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                                                                                         |                                                          |                                            |                       |   |                             |
|                                 |                                      |                                                    |                                | Code                                                              | V                                                                                             | Amount                                                   |                                            |                       |   |                             |
| Common Stock                    | 11/25/2013                           |                                                    | M                              |                                                                   | 7,500                                                                                         | A                                                        | \$ 56.8                                    | 20,675 <sup>(1)</sup> | D |                             |
| Common Stock                    | 11/25/2013                           |                                                    | M                              |                                                                   | 12,500                                                                                        | A                                                        | \$ 55.73                                   | 33,175 <sup>(1)</sup> | D |                             |
| Common Stock                    | 11/25/2013                           |                                                    | S                              |                                                                   | 20,000                                                                                        | D                                                        | \$ 74.31 <sup>(2)</sup>                    | 13,175 <sup>(1)</sup> | D |                             |
| Common Stock                    |                                      |                                                    |                                |                                                                   |                                                                                               |                                                          |                                            | 397                   | I | Held by Trustee of Reliance |

|              |       |   |                                                                                                                    |
|--------------|-------|---|--------------------------------------------------------------------------------------------------------------------|
| Common Stock | 3,097 | I | Steel & Aluminum Co. Employee Stock Ownership Plan<br>Held by Trustee of Reliance Steel & Aluminum Co. 401(k) 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.**

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(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 Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |                            |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|----------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable                                         | Expiration Date                                               | Title                         | Amount or Number of Shares |
| Options to Acquire Common Stock            | \$ 56.8                                                | 11/25/2013                           |                                                    | M                              | 7,500                                                                                   | <u>(3)</u> 02/26/2015                                    |                                                               | Common Stock                  | 7,500                      |
| Options to Acquire Common Stock            | \$ 55.73                                               | 11/25/2013                           |                                                    | M                              | 12,500                                                                                  | <u>(5)</u> 02/23/2018                                    |                                                               | Common Stock                  | 12,500                     |

## 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<br>Attorney-in-Fact | 11/26/2013 |
| **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 \$74.16 to \$74.43. 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 options vested and became exercisable in four equal annual installments beginning on February 26, 2009, which was the first anniversary of the date on which the options were granted.
- (4) In the aggregate, the Reporting Person beneficially owns 43,750 options to acquire common stock (with various exercise prices and expiration dates) as of the date of this report. In addition, the Reporting Person beneficially owns an aggregate of 20,000 restricted stock units subject to performance and service criteria.
- (5) The options vest and become exercisable in four equal annual installments beginning on February 23, 2012, which is 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.