

CASTLE A M & CO

Form 5

February 13, 2008

FORM 5**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).

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

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
MCCARTNEY JOHN

(Last) (First) (Middle)

3400 NORTH WOLF ROAD

(Street)

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

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

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Reporting

(check applicable line)

FRANKLIN PARK, IL 60131

☒ 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 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	06/28/2007	Â	A4	1,446 (A) or (D) A (1)	\$ 34.58	16,219 D	Â

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 2270
(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.
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to Buy)	\$ 8.52	Â	Â	3	Â Â	06/01/2005	06/01/2014	Common Stock	7,500	
Stock Options (Right to Buy)	\$ 10	Â	Â	3	Â Â	07/27/2001	07/27/2010	Common Stock	3,500	
Stock Options (Right to Buy)	\$ 10.35	Â	Â	3	Â Â	06/03/2003	06/03/2012	Common Stock	5,000	
Stock Options (Right to Buy)	\$ 12.31	Â	Â	3	Â Â	06/01/2001	06/01/2010	Common Stock	1,500	
Stock Options (Right to Buy)	\$ 13	Â	Â	3	Â Â	06/01/2002	06/01/2011	Common Stock	5,000	
Stock Options (Right to Buy)	\$ 14.22	Â	Â	3	Â Â	07/01/2006	07/01/2015	Common Stock	7,500	
Stock Options (Right to Buy)	\$ 15.06	Â	Â	3	Â Â	06/01/2000	06/01/2009	Common Stock	1,500	
Stock Options (Right to Buy)	\$ 22.44	Â	Â	3	Â Â	06/01/1999	06/01/2008	Common Stock	1,500	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCCARTNEY JOHN 3400 NORTH WOLF ROAD FRANKLIN PARK, IL 60131	X	A	A	A

Signatures

Sherry L. Holland, Attorney-in-Fact	02/13/2008
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__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 6/28/2007.

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.