

HOFFMAN JAMES DONALD
 Form 4
 November 01, 2012

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)
 10/31/2012

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 Beneficial Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|--------|---|-----------------------------|
| | | | | (A) or (D) | Price | | | | | |
| | | | Code | V | Amount | | | | | |
| Common Stock | 10/31/2012 | | M | | 25,000 | A | \$ 44.86 | 38,811 | D | |
| Common Stock | 10/31/2012 | | M | | 18,750 | A | \$ 33.7 | 57,561 | D | |
| Common Stock | 10/31/2012 | | S | | 43,750 | D | \$ 54.21 | 13,811 | D | |
| Common Stock | | | | | | | | 317 | I | Held by Trustee of Reliance |

Steel &
Aluminum
Co.
Employee
Stock
Ownership
Plan

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

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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 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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Options to Acquire Common Stock | \$ 33.7 | 10/31/2012 | | M | 18,750 | <u>(2)</u> 04/27/2016 | Common Stock | 18,750 | |
| Options to Acquire Common Stock | \$ 44.86 | 10/31/2012 | | M | 25,000 | <u>(3)</u> 03/02/2014 | Common Stock | 25,000 | |

Reporting Owners

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

Signatures

James D. Hoffman by Kay Rustand as his
Attorney-in-Fact

11/01/2012

__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).
The price reported represents the weighted average sale price of the shares disposed of. The actual sale prices ranged from \$53.90 to
(1) \$54.85. 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.
(2) The options vest and become exercisable in four equal annual installments beginning on April 27, 2010, which is the first anniversary of the date on which the options were granted.
(3) The options vested and became exercisable in four equal annual installments beginning on March 2, 2008, which was the first anniversary of the date on which the options were granted.
In the aggregate, the Reporting Person beneficially owns 63,750 options to acquire common stock (with various exercise prices and
(4) expiration dates) as of the date of this report. In addition, the Reporting Person beneficially owns 10,000 restricted stock units subject to performance and service criteria.

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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