

CASTLE A M & CO
Form 4
June 10, 2002

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| <p style="text-align: center; font-weight: bold; font-size: 1.2em;">FORM 4</p> <p>[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</p> | <p style="font-weight: bold; font-size: 1.1em;">UNITED STATES SECURITIES AND EXCHANGE COMMISSION</p> <p>Washington, D.C. 20549</p> <p style="font-weight: bold; font-size: 1.1em;">STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</p> <p>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(f) of the Investment Company Act of 1940</p> | <p style="text-align: center;">OMB APPROVAL</p> <hr/> <p>OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response. 0.5</p> |
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|---|---|--|---|
| <p>1. Name and Address of Reporting Person* Simpson, Michael</p> <p>(Last) (First) (Middle)</p> <p>3400 North Wolf Road</p> <p>(Street)</p> <p>Franklin Park, IL 60131</p> <p>(City) (State) (Zip)</p> | <p>2. Issuer Name and Ticker or Trading Symbol A. M. Castle & Co. CAS</p> <p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p> | <p>4. Statement for (Month/Year) May 2002</p> <p>5. If Amendment, Date of Original (Month/Year)</p> | <p>6. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer _____ Other</p> <p>Officer/Other Description <u>Chairman of the Board</u></p> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Individual Filing <input type="checkbox"/> Joint/Group Filing</p> |
|---|---|--|---|

| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | |
|--|--------------------------------------|---|--|---|---|---|
| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 3. Transaction Code and Voluntary Code (Instr. 8) | 4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5) | 5. Amount of Securities Beneficially Owned at End of Month (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/D Price | | | |
| Common Stock | | | | 100,496.0000 | D | |
| Common Stock | | | | 0.0000 | I | By PAYSOP Plan |
| Common Stock | | | | 10,546.0000 | I | Note 1 |
| Common Stock | | | | 22,781.0000 | I | Note 2 |
| Common Stock | | | | 262,433.0000 | I | Note 3 |
| Common Stock | | | | 67,463.0000 | I | Note 4 |
| Common Stock | | | | 157,871.0000 | I | Note 5 |
| | | | | | | |

(over)
SEC 1474 (3-99)

Simpson, Michael - May 2002

Form 4 (continued)

| 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) | 4. Transaction Code and Voluntary Code (Instr.8) | 5. Number of Derivative Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5) | 6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr.5) | 9. Number of Derivative Securities Beneficially Owned at End of Month (Instr.4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 11. Nature of Indirect Beneficial Ownership (Instr.4) |
| | | | Code V | | (DE) (ED) | | | | | |
| 1996 Stock Option | \$18.75 | 04/01/2002 | J (1) V | (D) 3,000.00 | 07/25/1997 07/25/2006 | Common Stock - 3,000.00 | | 0.00 | D | |
| 1997 Stock Option | \$21.88 | 04/01/2002 | J (1) V | (D) 3,000.00 | 07/25/1998 07/25/2007 | Common Stock - 3,000.00 | | 0.00 | D | |
| 1998 Stock Option | \$20.25 | 04/01/2002 | J (1) V | (D) 3,000.00 | 07/24/1999 07/24/2008 | Common Stock - 3,000.00 | | 0.00 | D | |
| 1999 Stock Option | \$16.00 | 04/01/2002 | J (1) V | (D) 3,000.00 | 07/22/2000 07/21/2009 | Common Stock - 3,000.00 | | 0.00 | D | |
| 2000 Stock Option | \$10.00 | | | | 07/27/2001 07/27/2010 | Common Stock - 10,000.00 | | 10,000.00 | D | |
| 2001 Stock Option | \$11.00 | | | | 07/26/2002 07/26/2011 | Common Stock - 10,000.00 | | 10,000.00 | D | |
| | | | | | | | | | | |

Explanation of Responses :

** Intentional misstatements or omissions of facts _____ constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). ** Signature of Reporting Person
Date

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient,

Michael Simpson

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.

FOOTNOTE Descriptions for A. M. Castle & Co. CAS

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Michael Simpson
3400 North Wolf Road

Franklin Park, IL 60131

Explanation of responses:

(1) Disposition pursuant to a Tender Offer

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