

HERBERT PATRICK J III
 Form 5/A
 February 09, 2006

FORM 5

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).
 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

1. Name and Address of Reporting Person *
HERBERT PATRICK J III

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 3400 NORTH WOLF ROAD
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2006

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

4. If Amendment, Date Original Filed(Month/Day/Year)
 02/09/2006

6. Individual or Joint/Group Reporting (check applicable line)

FRANKLIN PARK, IL 60131
 (City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| Common Stock | | | | (A) or (D) Price | 7,455 | D | |

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

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SEC 2270 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | (Month/Day/Year) | | (Instr. 3 and 4) | |
|---------------------------------------|---|-----|-------------------------|--------------------|--|--------------------|------------------|----------------------------|------------------|--------|
| | (A) | (D) | | | Date Exercisable | Expiration Date | Title | Amount Number Shares | | |
| Phantom Stock | \$ 0 | Â | Â | Â | Â | Â | 08/08/1988 | 08/08/1988 | Common Stock | 13,577 |
| Stock Options (Right to buy) | \$ 8.52 | Â | Â | Â | Â | Â | 06/01/2005 | 06/01/2014 | Common Stock | 7,500 |
| Stock Options (Right to buy) | \$ 10 | Â | Â | Â | Â | Â | 07/27/2001 | 07/27/2010 | Common Stock | 3,500 |
| Stock Options (Right to buy) | \$ 10.35 | Â | Â | Â | Â | Â | 06/03/2003 | 06/03/2012 | Common Stock | 5,000 |
| Stock Options (Right to buy) | \$ 12.3125 | Â | Â | Â | Â | Â | 06/01/2001 | 06/01/2010 | Common Stock | 1,500 |
| Stock Options (Right to buy) | \$ 13 | Â | Â | Â | Â | Â | 06/01/2002 | 06/01/2011 | Common Stock | 5,000 |
| Stock Options (Right to buy) | \$ 15.0625 | Â | Â | Â | Â | Â | 06/01/2000 | 06/01/2009 | Common Stock | 1,500 |
| Stock Options (Right to buy) | \$ 21.875 | Â | Â | Â | Â | Â | 06/02/1998 | 06/02/2007 | Common Stock | 1,500 |
| Stock Options (Right to buy) | \$ 22.4375 | Â | Â | Â | Â | Â | 06/01/1999 | 06/01/2008 | Common Stock | 1,500 |
| Stock Options (Right to buy) | \$ 28.25 | Â | Â | Â | Â | Â | 06/03/1997 | 06/03/2006 | Common Stock | 1,000 |

Stock
Options (Right to buy) \$ 14.22 06/01/2005 06/01/2005 A 7,500 06/01/2006 06/01/2015 Common Stock 7,500

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|-------------------------------------|-------------------------------------|--------------------------|--------------------------|
| | Director | 10% Owner | Officer | Other |
| HERBERT PATRICK J III 3400 NORTH WOLF ROAD FRANKLIN PARK, IL 60131 | <input checked="" type="checkbox"/> | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Signatures

Jerry M. Aufox 02/09/2006
**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) Mr. Herbert is considered a 10% owner due to his control in an entity owning significant Castle stock. The amounts shown on this form are the only ones in which he has a pecuniary interest.

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.