

SIMPSON MICHAEL  
Form 5  
February 14, 2007

**FORM 5**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0362  
Expires: January 31, 2005  
Estimated average burden hours per response... 1.0

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 \*  
SIMPSON MICHAEL

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)

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

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

3400 NORTH WOLF ROAD

(Street)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D) Amount Price   |  |  |                                   |
| Common Stock                    | 06/01/2006                           | 04/25/2007   | A                              | 1,773 A \$ 28.2   | 1,773  | D  | Â                                 |
| Common Stock                    | Â                                    | Â  | Â                              | Â Â Â   | 10,546 (1)   | I  | Note 1                            |
| Preferred Stock                 | Â                                    | Â  | Â                              | Â Â Â   | 500  | I  | Note 1                            |
| Common Stock                    | Â                                    | Â  | Â                              | Â Â Â   | 22,781 (2)   | I  | Note 2                            |
|                                 | Â                                    | Â  | Â                              | Â Â Â   | 375  | I  | Note 2                            |

Edgar Filing: SIMPSON MICHAEL - Form 5

|                 |   |   |   |   |   |   |  |   |        |  |
|-----------------|---|---|---|---|---|---|--|---|--------|--|
| Preferred Stock |   |   |   |   |   |   |  |   |        |  |
| Common Stock    | Â | Â | Â | Â | Â | Â | 262,433 <sup>(3)</sup>                   | I | Note 3 |  |
| Common Stock    | Â | Â | Â | Â | Â | Â | 20,992 <sup>(4)</sup>                    | I | Note 4 |  |
| Common Stock    | Â | Â | Â | Â | Â | Â | 249,368 <sup>(5)</sup><br><sub>(6)</sub> | I | Note 5 |  |
| Preferred Stock | Â | Â | Â | Â | Â | Â | 100                                      | I | Note 5 |  |

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)

| 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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Options (Right to buy)               | \$ 7.05  | Â                                    | Â  | Â                              | Â   | 10/04/2003 10/04/2012                                    | Common Stock  | 6,000                         |
| Stock Options (Right to buy)               | \$ 8.52  | Â                                    | Â  | Â                              | Â   | 06/01/2005 06/01/2014                                    | Common Stock  | 7,500                         |
| Stock Options (Right to buy)               | \$ 10  | Â                                    | Â  | Â                              | Â   | 07/27/2001 07/27/2010                                    | Common Stock  | 10,000                        |
| Stock Options (Right to buy)               | \$ 10.35   | Â                                    | Â  | Â                              | Â   | 06/03/2003 06/03/2012                                    | Common Stock  | 5,000                         |

|                              |          |   |   |   |   |   |            |            |              |        |
|------------------------------|----------|---|---|---|---|---|------------|------------|--------------|--------|
| Stock Options (Right to buy) | \$ 11    | ^ | ^ | ^ | ^ | ^ | 07/26/2002 | 07/26/2011 | Common Stock | 10,000 |
| Stock Options (Right to buy) | \$ 14.22 | ^ | ^ | ^ | ^ | ^ | 07/01/2006 | 07/01/2015 | Common Stock | 7,500  |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| SIMPSON MICHAEL<br>3400 NORTH WOLF ROAD<br>FRANKLIN PARK, IL 60131 | ^ X           | ^         | ^       | ^     |

## Signatures

Jerry M. Aufox                      02/14/2007  
 \*\*Signature of                      Date  
 Reporting Person

## 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).
- (5) Note 5 - Beneficiary under Trust dated 12/19/80, Patrick J. Herbert, III, Trustee (stock acquired by Trust)
- (3) Note 3 - Beneficiary under Trust dated 07/26/1972 United States Trust Co., and Patrick J. Herbert, III, Trustee
- (6) Note 5 - Beneficiary under Trust dated 12/19/80, Patrick J. Herbert, III, Trustee (stock acquired by Trust)
- (4) Note 4 - Beneficiary under Trust dated 12/23/1976 Northern Trust Co., Trustee
- (2) Note 2 - Beneficiary under Trust dated 07/24/1968 United States Trust Co., Trustee
- (1) Note 1 - Beneficiary under Trust dated 12/07/1949 United States Trust Co., Trustee

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.