

MRC GLOBAL INC.
Form 3
September 11, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Dionisio James Ernest</p> <p>(Last) (First) (Middle)</p> <p>2 HOUSTON CENTER,Â 909 FANNIN, SUITE 3100</p> <p>(Street)</p> <p>HOUSTON,Â TXÂ 77010</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>09/01/2014</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>MRC GLOBAL INC. [MRC]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP - Energy Tubular Products</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,310 ⁽¹⁾	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Options (Right to Buy)	Â (2)	12/03/2019	Common Stock	10,926	\$ 21.05	D	Â
Stock Options (Right to Buy)	Â (2)	11/10/2021	Common Stock	7,734	\$ 18.1	D	Â
Stock Options (Right to Buy)	Â (3)	03/07/2023	Common Stock	5,712	\$ 29.35	D	Â
Stock Options (Right to Buy)	Â (4)	02/18/2024	Common Stock	3,847	\$ 29.3	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dionisio James Ernest 2 HOUSTON CENTER 909 FANNIN, SUITE 3100 HOUSTON, TX 77010	Â	Â	Â SVP - Energy Tubular Products	Â

Signatures

/s/ Jeffrey P. Bennett,
Attorney-in-fact

09/11/2014

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- On 3/7/2013, the reporting person received 783 restricted shares (the "March 2013 Grant") of common stock, par value \$0.01 per share, of MRC Global Inc. (the "Common Stock"). 20% of the March 2013 Grant vested on 3/7/2014, at which time 42 shares of Common Stock were surrendered to satisfy tax withholding obligations. Of the remaining March 2013 Grant, 20% will vest on each of 3/7/2015, 3/7/2016, 3/7/2017 and 3/7/2018 conditioned on the reporting person's continued service with the issuer and subject to accelerated vesting under certain circumstances. On 2/18/2014, the reporting person received 1,569 restricted shares (the "February 2014 Grant") of Common Stock. 25% of the February 2014 Grant will vest on each of 2/18/2015, 2/18/2016, 2/18/2017 and 2/18/2018 conditioned on the reporting person's continued service with the issuer and subject to accelerated vesting under certain circumstances.
- (1) All of the options reported above are fully vested and exercisable.
 - (2) 25% of the options reported above vested and became exercisable on 3/7/2014, and 25% of the options reported above will vest and become exercisable on each of 3/7/2015, 3/7/2016 and 3/7/2017 conditioned on the reporting person's continued service with the issuer and subject to accelerated vesting under certain circumstances.
 - (3) 33% of the options reported above will vest and become exercisable on each of 2/18/2015 and 2/18/2016, and 34% of the options reported above will vest and become exercisable on 2/18/2017, each conditioned on the reporting person's continued service with the issuer and subject to accelerated vesting under certain circumstances.
 - (4)

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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