

Lehner Edward J.  
Form 4  
April 03, 2018

**FORM 4**

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

OMB APPROVAL

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**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 \*  
Lehner Edward J.

(Last) (First) (Middle)

C/O RYERSON HOLDING CORPORATION, 227 W. MONROE ST., 27TH FLOOR

(Street)

CHICAGO, IL 60606

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Ryerson Holding Corp [RYI]

3. Date of Earliest Transaction (Month/Day/Year)  
03/31/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|   |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
|   |                                      |  |                                | Code  | V   | Amount   |                                   |
| Common Stock (par value \$0.01 per share) | 03/31/2018                           |  | M                              | A   | 11,550  | \$ 0<br>(1)  | 151,940 D                         |
| Common Stock (par value \$0.01 per share) | 03/31/2018                           |  | M                              | A   | 10,450  | \$ 0<br>(1)  | 162,390 D                         |

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

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(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) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
| Restricted Stock Units                     | (2)  | 03/31/2018                           |  | M                              |   | 11,550   | (3) (3)   | Common Stock | 11,550                     |
| Restricted Stock Units                     | (2)  | 03/31/2018                           |  | M                              |   | 10,450   | (5) (5)   | Common Stock | 10,450                     |
| Restricted Stock Units                     | (2)  | 03/31/2018                           |  | A                              |   | 33,825   | (6) (6)   | Common Stock | 33,825                     |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Lehner Edward J.  
C/O RYERSON HOLDING CORPORATION  
227 W. MONROE ST., 27TH FLOOR  
CHICAGO, IL 60606

President & CEO

## Signatures

/s/ Camilla Rykke Merrick,  
attorney-in-fact

04/03/2018

\_\_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) Shares received upon the vesting of restricted stock units.

(2) Each restricted stock unit represents a contingent right to receive one share of common stock of Ryerson Holding Corporation.

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- On March 31, 2016, the reporting person was granted 34,650 restricted stock units, of which 11,550 vested on March 31, 2017 and 11,550
- (3) vested on March 31, 2018. The remaining 11,550 unvested restricted stock units will vest on March 31, 2019. Vested shares will be delivered to the reporting person not later than 60 days following such vesting dates.
- (4) The restricted stock units reported as disposed herein were settled for shares of common stock of Ryerson Holding Corporation.
- On March 31, 2017, the reporting person was granted 31,350 restricted stock units, of which 10,450 vested on March 31, 2018. Of the
- (5) remaining unvested restricted stock units, 10,450 will vest on March 31, 2019 and 10,450 will vest on March 31, 2020. Vested shares will be delivered to the reporting person not later than 60 days following such vesting dates.
- On March 31, 2018, the reporting person was granted 33,825 restricted stock units, of which 11,275 will vest on March 31, 2019, 11,275
- (6) will vest on March 31, 2020 and 11,275 will vest on March 31, 2021. Vested shares will be delivered to the reporting person not later than 60 days following such vesting dates.

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