

Coslov I Michael
Form 4
May 17, 2012

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 *
Coslov I Michael

(Last) (First) (Middle)

C/O TMS INTERNATIONAL
CORP., 12 MONONGAHELA
AVENUE

(Street)

GLASSPORT, PA 15045

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TMS International Corp. [TMS]

3. Date of Earliest Transaction
(Month/Day/Year)
05/15/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Class A Common Stock	05/15/2012		C		49,468	A	<u>(1)</u> 49,468	D	
Class A Common Stock	05/15/2012		C		1,402,261	A	<u>(2)</u> <u>(4)</u> 1,402,261	I	By IMC Tube City Investments, LLC <u>(4)</u>
Class A Common Stock	05/15/2012		C		701	A	<u>(3)</u> <u>(4)</u> 701	I	By IMC Tube City Holdings, Inc. <u>(4)</u>

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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 of Number of Shares
Class B Common Stock	<u>(1)</u>	05/15/2012		C	49,468	04/19/2011	<u>(5)</u>			Class A Common Stock	49,468
Class B Common Stock	<u>(2)</u>	05/15/2012		C	1,402,261 <u>(4)</u>	04/19/2011	<u>(5)</u>			Class A Common Stock	1,402,261 <u>(4)</u>
Class B Common Stock	<u>(3)</u>	05/15/2012		C	701 <u>(4)</u>	04/19/2011	<u>(5)</u>			Class A Common Stock	701 <u>(4)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Coslov I Michael C/O TMS INTERNATIONAL CORP. 12 MONONGAHELA AVENUE GLASSPORT, PA 15045		X		

Signatures

/s/ Thomas E. Lippard, attorney-in-fact for I Michael Coslov 05/17/2012

**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) On May 15, 2012, I Michael Coslov converted 49,468 shares of Class B Common Stock into a like number of shares of Class A Common Stock. Mr. Coslov has not sold or otherwise disposed of the Class A Common Stock acquired as a result of such conversion. Shares of Class B Common Stock are convertible on a one-for-one basis at any time, at the option of the holder, into shares of Class A Common Stock.

(2) On May 15, 2012, IMC Tube City Investments, LLC converted 1,402,261 shares of Class B Common Stock into a like number of shares of Class A Common Stock. Mr. Coslov has not sold or otherwise disposed of the Class A Common Stock acquired as a result of such conversion. Shares of Class B Common Stock are convertible on a one-for-one basis at any time, at the option of the holder, into shares of Class A Common Stock.

(3) On May 15, 2012, IMC Tube City Holdings, Inc. converted 701 shares of Class B Common Stock into a like number of shares of Class A Common Stock. Mr. Coslov has not sold or otherwise disposed of the Class A Common Stock acquired as a result of such conversion. Shares of Class B Common Stock are convertible on a one-for-one basis at any time, at the option of the holder, into shares of Class A Common Stock.

(4) In the Form 4 filed by the reporting person on April 21, 2011 (the "April Form 4"), the holdings of IMC Tube City Investments, LLC and IMC Tube City Holdings, Inc. were inadvertently transposed. The 1,402,261 shares of Class B Common Stock listed in the April Form 4 as being held by IMC Tube City Holdings, Inc. were actually held at such time by IMC Tube City Investments, LLC, and the 701 shares of Class B Common Stock listed in the April Form 4 as being held by IMC Tube City Investments, LLC were actually held at such time by IMC Tube City Holdings, Inc. The share ownership of IMC Tube City Investments, LLC and IMC Tube City Holdings, Inc. are correctly listed in this current Form 4.

(5) The Class B Common Stock has no expiration date.

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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