

CASTLE A M & CO
Form SC 13D/A
November 23, 2016
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13D

(Rule 13d-101)

Information to be Included in Statements Filed Pursuant to Rule 13d-1(a) and
Amendments Thereto Filed Pursuant to Rule 13d-2(a)

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

A.M. Castle & Co.

(Name of Issuer)

Common Stock, \$.01 Par Value

(Title of Class of Securities)

148411101

(CUSIP Number)

c/o Joseph T. Ryerson & Son, Inc.
227 W. Monroe, 27th Floor
Chicago, Illinois 60606
Attention: Edward J. Lehner
President and Chief Executive Officer
(312) 292-5000

(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

(with copies to)

Cristopher Greer, Esq.
Russell L. Leaf, Esq.
Willkie Farr & Gallagher LLP
787 Seventh Avenue
New York, NY 10019
(212) 728-8000

May 16, 2016

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box:

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP
 No. 148411101 Page 2 of 19 Pages

1 NAME OF REPORTING PERSON
 EPE, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
 (a)
 (b)

3 SEC USE ONLY

4 SOURCE OF FUNDS
 OO

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
 Delaware

7 SOLE VOTING POWER
 0

8 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

9 SHARED VOTING POWER
 1,397,428

10 SOLE DISPOSITIVE POWER
 0

11 SHARED DISPOSITIVE POWER
 1,397,428

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,397,428 (see Item 5)
CHECK IF THE
AGGREGATE AMOUNT
IN ROW (11) EXCLUDES
12 CERTAIN SHARES (SEE
INSTRUCTIONS)

PERCENT OF CLASS
REPRESENTED BY
AMOUNT IN ROW (11)
13 4.28% (based on 32,642,620
shares of Common Stock
outstanding on August 3,
2016)*

14 TYPE OF REPORTING
PERSON (SEE
INSTRUCTIONS)

OO

* As disclosed by A.M. Castle & Co. in its Form 10-Q for the quarter ended June 30, 2016, filed with the Securities and Exchange Commission on August 9, 2016.

CUSIP
 No. 148411101 Page 3 of 19 Pages

NAME OF REPORTING
 PERSON

1 Joseph T. Ryerson & Son,
 Inc. (as successor-in-interest
 to Ryerson, Inc.)

CHECK THE
 APPROPRIATE BOX IF A
 2 MEMBER OF A GROUP

(a)
 (b)

3 SEC USE ONLY

SOURCE OF FUNDS

4 OO
 CHECK IF DISCLOSURE
 OF LEGAL PROCEEDINGS
 IS REQUIRED PURSUANT
 5 TO ITEMS 2(d) or 2(e)

CITIZENSHIP OR PLACE
 OF ORGANIZATION

6 Delaware

7 SOLE VOTING
 POWER

NUMBER OF
 SHARES⁸
 BENEFICIALLY OWNED
 BY EACH 9 REPORTING
 PERSON WITH

0
 SHARED VOTING
 POWER
 1,397,428
 SOLE
 DISPOSITIVE
 POWER
 0
 SHARED
 DISPOSITIVE
 POWER

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CO

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CUSIP
 No. 148411101 Page 4 of 19 Pages

1 NAME OF REPORTING
 PERSON

Ryerson Holding Corporation

2 CHECK THE
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 MEMBER OF A GROUP

(a)

(b)

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4 SOURCE OF FUNDS

OO

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6 CITIZENSHIP OR PLACE
 OF ORGANIZATION

Delaware

7 SOLE VOTING
 POWER

0

8 NUMBER OF
 SHARES

BENEFICIALLY OWNED

BY EACH REPORTING

PERSON WITH

1,397,428
 SOLE
 DISPOSITIVE
 POWER

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SHARED
 DISPOSITIVE
 POWER

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CUSIP
 No. 148411101 Page 5 of 19 Pages

1 NAME OF REPORTING
 PERSON

Platinum Equity Capital
 Partners-PF, L.P.

2 CHECK THE
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(a)
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PN

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CUSIP No. 148411101 Page 6 of 19 Pages

1 NAME OF REPORTING PERSON
 Platinum Equity Capital Partners, L.P.
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
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7 SOLE VOTING POWER

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1,397,428
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 9
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CUSIP No. 148411101 Page 7 of 19 Pages

1 NAME OF REPORTING PERSON
 Platinum Equity Capital Partners-A, L.P.
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
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 (b)
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CUSIP No. 148411101 Page 8 of 19 Pages

1 NAME OF REPORTING PERSON
 Platinum Equity Capital Partners-PF II, L.P.
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
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PERSON

1,397,428 (see Item 5)

12