

Richardson Kevin D
 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 *
 Richardson Kevin D

(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, South-East Region

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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock (par value \$0.01 per share)	03/31/2018		M	A	2,750	\$ 0 (1)	75,700 D
Common Stock (par value \$0.01 per share)	03/31/2018		M	A	2,750	\$ 0 (1)	78,450 D

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

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

On March 31, 2016, the reporting person was granted 8,250 restricted stock units, of which 2,750 vested on March 31, 2017 and 2,750 vested on March 31, 2018. The remaining 2,750 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 8,250 restricted stock units, of which 2,750 vested on March 31, 2018. Of the remaining unvested restricted stock units, 2,750 will vest on March 31, 2019 and 2,750 will vest on March 31, 2020. Vested shares will be delivered to the reporting person not later than 60 days following such vesting dates.

- (6) On March 31, 2018, the reporting person was granted 8,250 restricted stock units, of which 2,750 will vest on March 31, 2019, 2,750 will vest on March 31, 2020 and 2,750 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.