

HERBERT PATRICK J III
 Form 5
 February 09, 2006

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
 Expires: January 31, 2005
 Estimated average burden hours per response... 1.0

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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
HERBERT PATRICK J III
 (Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
CASTLE A M & CO [CAS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

3400 NORTH WOLF ROAD
 (Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2006

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

FRANKLIN PARK, IL 60131
 (City) (State) (Zip)

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

6. Individual or Joint/Group Reporting (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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock				(A) or (D) Price	7,455	D	

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

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SEC 2270 (9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)	
	(A)	(D)			Date Exercisable	Expiration Date	Title	Amount Number Shares		
Phantom Stock	\$ 0	Â	Â	Â	Â	Â	08/08/1988	08/08/1988	Common Stock	13,577
Stock Options (Right to buy)	\$ 8.52	Â	Â	Â	Â	Â	06/01/2005	06/01/2014	Common Stock	7,500
Stock Options (Right to buy)	\$ 10	Â	Â	Â	Â	Â	07/27/2001	07/27/2010	Common Stock	3,500
Stock Options (Right to buy)	\$ 10.35	Â	Â	Â	Â	Â	06/03/2003	06/03/2012	Common Stock	5,000
Stock Options (Right to buy)	\$ 12.3125	Â	Â	Â	Â	Â	06/01/2001	06/01/2010	Common Stock	1,500
Stock Options (Right to buy)	\$ 13	Â	Â	Â	Â	Â	06/01/2002	06/01/2011	Common Stock	5,000
Stock Options (Right to buy)	\$ 15.0625	Â	Â	Â	Â	Â	06/01/2000	06/01/2009	Common Stock	1,500
Stock Options (Right to buy)	\$ 21.875	Â	Â	Â	Â	Â	06/02/1998	06/02/2007	Common Stock	1,500
Stock Options (Right to buy)	\$ 22.4375	Â	Â	Â	Â	Â	06/01/1999	06/01/2008	Common Stock	1,500
Stock Options (Right to buy)	\$ 28.25	Â	Â	Â	Â	Â	06/03/1997	06/03/2006	Common Stock	1,000

Stock
Options (Right to buy) \$ 14.22 06/01/2005 06/01/2005 A 7,500 06/01/2006 06/01/2015 Common Stock 7,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HERBERT PATRICK J III 3400 NORTH WOLF ROAD FRANKLIN PARK, IL 60131	X	X		

Signatures

Jerry M. Aufox 02/09/2006
**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).
- Note: File three copies of this Form, one of which must be manually signed. If space provided 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.