Burbach Michael
Form 4
August 20, 2018

FORM 4

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

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Burbach Michael

(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)
08/16/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
President, North-West Region

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			
Common Stock (par value $0.01 per share)	08/17/2018		M		2,200	A	$ 0 (1)	69,700	D	
Common Stock (par value $0.01 per share)	08/17/2018		A		11,390	A	$ 0 (1)	81,090	D	

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

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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 Share
Restricted Stock Units	(3)	08/16/2018		A		11,390		(2)	(2)	Common Stock	11,390
Restricted Stock Units	(3)	08/17/2018		M			2,200	(4)	(4)	Common Stock	2,200
Restricted Stock Units	(3)	08/17/2018		M			11,390	(2)	(2)	Common Stock	11,390

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Burbach Michael C/O RYERSON HOLDING CORPORATION 227 W. MONROE ST., 27TH FLOOR CHICAGO, IL 60606			President, North-West Region	

Signatures

/s/ Camilla Rykke Merrick, attorney-in-fact — 08/20/2018

**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) Represents shares received or that will be received in respect of performance-based restricted stock units granted on August 17, 2015. Each performance-based restricted stock unit became vested on August 17, 2018, which was the later of (i) the third anniversary of the

grant date, and (ii) the date the compensation committee certified the achievement of the applicable performance objectives in accordance with the underlying award agreement. The compensation committee certified the achievement of the applicable performance objectives on August 16, 2018. Vested shares will be delivered to the reporting person not later than 60 days following the vesting date.

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

(4) On August 17, 2015, the reporting person was granted 11,600 restricted stock units, of which 5,000 vested on August 31, 2015, 2,200 vested on August 17, 2016, 2,200 vested on August 17, 2017, and 2,200 vested on August 17, 2018. Vested shares will be delivered to the reporting person not later than 60 days following such vesting dates.

(5) The restricted stock units reported as disposed herein were settled for shares of common stock of Ryerson Holding Corporation.

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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