Corre Partners Management, LLC

Form 3

September 11, 2017

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

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement CASTLE A M & CO [NONE] À Corre Partners Management, (Month/Day/Year) LLC 08/31/2017 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 1370 AVENUE OF THE (Check all applicable) **AMERICAS 29TH FLOOR** (Street) 6. Individual or Joint/Group Director __X__ 10% Owner Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting Person NEW YORK. NYÂ 10019 _ Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Common Stock 234,554 Ι See Footnote (1)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		(Instr. 4)	Price of Derivative	Derivative Security:	(4.5.2.1.0)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
5.00% / 7.00% Convertible Senior Secured Notes due	(2)	(2)	Common Stock	6,430,446 (3)	\$ <u>(3)</u>	I	See Footnote (1)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Corre Partners Management, LLC

1370 AVENUE OF THE AMERICAS 29TH FLOOR Â Â X Â

NEW YORK, NYÂ 10019

Signatures

/s/ Eric Soderlund, Authorized Signatory

09/11/2017

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
 - These securities are directly owned by Corre Opportunities Qualified Master Fund, LP (the "Qualified Master Fund"), Corre Opportunities II Master Fund, LP (the "COII Master Fund") and Corre Opportunities Fund, LP (the "Fund" and, together with the
- (1) Qualified Master Fund and the COII Master Fund, the "Funds") and may be deemed to be beneficially owned by Corre Partners Management, LLC ("Corre Partners"). Corre Partners Advisors, LLC (the "General Partner") serves as the general partner of the Funds and Corre Partners has been delegated investment authority over the assets of the Funds by the General Partner.
- The Issuer's 5.00% / 7.00% Convertible Senior Secured PIK Toggle Notes due 2022 (the "Convertible Notes") are convertible at the election of the holder at any time prior to the close of business on the trading day immediately preceding August 31, 2022, the maturity date for the Convertible Notes.
 - Upon conversion of the Convertible Notes, the settlement of the conversion right may, at the option of the A.M. Castle & Co. (the "Issuer"), be in the form of shares of common stock, par value \$0.01 per share ("Common Stock"), cash or a combination of cash and
- (3) shares of Common Stock. The Reporting Persons disclaim beneficial ownership of any shares of Common Stock that they might receive upon conversion of the Convertible Notes. The Convertible Notes are convertible into shares of Common Stock at an initial conversion rate of 0.2654 shares of Common Stock per \$1.00 principal amount of Convertible Notes (subject to adjustment in certain circumstances in accordance with the terms of the Convertible Notes).

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.

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