FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** 3235-0287 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person*     Gaggini Stefano R.   |   |  |           |                                   |   | 2. Issuer Name and Ticker or Trading Symbol SCHNITZER STEEL INDUSTRIES, INC. [ SCHN ] |   |  |   |   |   |  |                 | 5. Relationship of Reportir<br>(Check all applicable)<br>Director<br>X Officer (give title<br>below) |   |  | g Person(s) to Issuer  10% Owner  Other (specify below)           |         | wner  |
|--|---|--|-----------|-----------------------------------|---|---|---|--|---|---|---|--|-----------------|--|---|--|---|---------|---|
| (Last) (First) (Middle) 299 SW CLAY STREET SUITE 350   |   |  |           |                                   | 3. Date of Earliest Transaction (Month/Day/Year) 11/02/2020 |   |   |  |   |   |   |  |                 |  | VP, Deputy CFO & CAO  |  |   |         |   |
| (Street) PORTLA (City)   | PORTLAND OR 97201   |  |           |                                   | 4. If Amendment, Date of Original Filed (Month/Day/Year)    |   |   |  |   |   |   |  | 6. Ind<br>Line) | Form<br>Form   | eal or Joint/Group Filing (Check Applicable 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. Transact Date (Month/Day   |   |  |           |                                   | tion  | ion 2A. Deemed Execution Date,  |   |  | 3. 4<br>Transaction D                           |   | 4. Securities Acquired (A<br>Disposed Of (D) (Instr. 3,<br>5) |  |                 | or   | r 5. Amount of  |  | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |         | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |   |  |           |                                   |   |   |   |  | Code  | v | Amount  | (A) (D)  | or Pri          | ce   | Transa  | ction(s)<br>3 and 4)   |   |         | (1130.4)  |
| Class A Common Stock 11/02/2   |   |  |           |                                   | 2020  | 020   |   |  | A <sup>(1)</sup>                                |   | 6,995   | A  | . \$            | 0.00   | 50  | 0,270  | D   |         |   |
| Class A Common Stock 11/02/2   |   |  |           |                                   | 2020  |   |   |  | F <sup>(2)</sup>                                |   | 1,549   | D  |                 | \$21   | 48,721  |  | D   |         |   |
| Class A Common Stock 11/02/2   |   |  |           |                                   | .020  |   |   |  | F <sup>(3)</sup>                                |   | 2,270   | D  | :               | \$21   | 4   | 6,451  | D   |         |   |
| Class A Common Stock 11/03/2   |   |  |           |                                   | 2020  |   |   |  | S   |   | 3,975   | D  | \$2             | 21.4 <sup>(4)</sup>  |   | 42,476   |   |         |   |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |   |  |           |                                   |   |   |   |  |   |   |   |  |                 |  |   |  |   |         |   |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversior<br>or Exercise<br>Price of<br>Derivative<br>Security |  | r) if any | emed<br>cion Date,<br>n/Day/Year) | 4.<br>Transa<br>Code (<br>8)                                | (Instr.   | n of r. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |  | 6. Date Exerci<br>Expiration Da<br>(Month/Day/Y |   | ite   | 7. Title and Amount of Securities Underlying Derivative Security (Instr 3 and 4)  Amoun or Numbe of Shares |                 | De Se (In  | Price of<br>rivative<br>curity<br>str. 5)   | 9. Number<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4) | Ow<br>For<br>Dir<br>or (I)  | nership | 11. Nature of Indirect Beneficial Ownership (Instr. 4)            |

## **Explanation of Responses:**

- 1. Shares are issuable as a result of satisfaction of performance goals for fiscal years 2018-2020 under a performance share award. Compensation Committee certification of the award payout level occurred on October 29, 2020.
- 2. Shares were withheld by the issuer to cover withholding taxes upon vesting of restricted stock units.
- 3. Shares were withheld by the issuer to cover withholding taxes on issuance of performance shares.
- 4. This transaction was executed in multiple trades on reported date with prices ranging from \$21.38 \$21.45, resulting in an average price of \$21.40.

## Remarks:

Joseph J. Bradley, Attorneyin-Fact

11/04/2020

\*\* Signature of Reporting Person Date

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

- \* 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 is insufficient, see Instruction 6 for procedure.

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