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# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| 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

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

| OMB APPROVAL             |           |  |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |  |  |
| hours ner response:      | 0.5       |  |  |  |  |  |  |  |  |

| 1. Name and Address of Reporting Person*<br>HICKS WAYLAND R |               |                | 2. Issuer Name and Ticker or Trading Symbol SCHNITZER STEEL INDUSTRIES INC [ SCHN] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>X Director 10% Owner<br>Officer (give title Other (specify<br>below) below) |
|---|---------------|----------------|--|---|
| (Last) (First) (Middle)<br>299 SW CLAY STREET<br>SUITE 350  |               | (Middle)       | 3. Date of Earliest Transaction (Month/Day/Year)<br>01/29/2019                     |   |
| (Street)<br>PORTLAND<br>(City)                              | OR<br>(State) | 97201<br>(Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year)                           | 6. Individual or Joint/Group Filing (Check Applicable<br>Line)<br>X Form filed by One Reporting Person<br>Form filed by More than One Reporting<br>Person |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| Table 1 Non Bernative Geournes Acquired, Disposed of, of Berlenolary Owned |  |   |                             |   |        |               |       |   |   |   |  |
|--|--|---|-----------------------------|---|--------|---------------|-------|---|---|---|--|
| 1. Title of Security (Instr. 3)  | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr. |   |        |               |       | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |  |
|  |  |   | Code                        | v | Amount | (A) or<br>(D) | Price | Transaction(s)<br>(Instr. 3 and 4)  |   | (Instr. 4)  |  |
| Class A Common Stock   | 01/29/2019                                 |   | A <sup>(1)</sup>            |   | 5,203  | A             | \$0   | 78,508.754  | Ι   | See<br>Note <sup>(2)</sup>                          |  |
| Class A Common Stock   |  |   |                             |   |        |               |       | 500   | Ι   | By<br>Spouse  |  |
| Class A Common Stock   |  |   |                             |   |        |               |       | 1,000   | Ι   | See<br>Note <sup>(3)</sup>                          |  |
| Class A Common Stock   |  |   |                             |   |        |               |       | 5,600   | D   |   |  |
|  |  |   |                             |   |        |               |       |   |   |   |  |

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

|   | (oigi, puto, ouno, manano, opinono, contonano cocaritos)              |  |   |                              |   |     |     |  |   |       |   |  |  |  |  |
|---|---|--|---|------------------------------|---|-----|-----|--|---|-------|---|--|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of  |     | 6. Date Exerc<br>Expiration Da<br>(Month/Day/Y | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|   |   |  |   | Code                         | v | (A) | (D) | Date<br>Exercisable                            | Expiration<br>Date  | Title | Amount<br>or<br>Number<br>of<br>Shares              |  |  |  |  |

Explanation of Responses:

1. Annual grant of Deferred Shares to Non-Employee Directors.

2. Deferred Shares that have been or will be credited to the reporting person's account under the issuer's Deferred Compensation Plan for Non-Employee Directors.

3. Shares are held by Cynthia M Lybrand. Trustee of the Hicks Surviorship Fund of the 2003 Dynasty Trust.

Remarks:

Joseph J. Bradley, Attorney-in-01/31/2019

**Fact** 

\*\* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.