SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

		Filec	l pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940	Estimated average burden hours per response: 0.5				
1. Name and Address of Reporting Person [*] Saba Peter B (Last) (First) (Middle) 299 SW CLAY STREET SUITE 350			2. Issuer Name and Ticker or Trading Symbol <u>SCHNITZER STEEL INDUSTRIES, INC.</u> [SCHN]	(Check all applical Director	tor 10% Owr r (give title Other (sp			
			3. Date of Earliest Transaction (Month/Day/Year) 11/02/2020	C, & Corp. Secretary				
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	Line)	,			
PORTLAND	OR	97201			d by More than C	0		
(City)	(State)	(Zip)		1				

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)			4. Securities Disposed Of			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Class A Common Stock	11/02/2020		A ⁽¹⁾		12,721	A	\$0.00	69,114	D	
Class A Common Stock	11/02/2020		F ⁽²⁾		2,674	D	\$21	66,440	D	
Class A Common Stock	11/02/2020		F ⁽³⁾		4,129	D	\$21	62,311	D	
Class A Common Stock	11/03/2020		S		9,049	D	\$21.52 ⁽⁴⁾	53,262	D	

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. Transa Code (8)		of Deriv Secu Acqu (A) of Dispo of (D) (Instr	5. Number 6. Date Exercisable and of Expiration Date (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

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 \$21.22 - \$22.06, resulting in an average price of \$21.52.

Remarks:

Joseph J. Bradley, Attorneyin-Fact

** Signature of Reporting Person Date

11/04/2020

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.