FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES	IN BENEFICIAL	<b>OWNERSHIP</b>

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

1. Name and Address of Reporting Person* Heiskell Steven  (Last) (First) (Middle) 299 SW CLAY STREET SUITE 350				SCHNITZER STEEL INDUSTRIES INC [ SCHN ]  3. Date of Earliest Transaction (Month/Day/Year) 10/31/2018  4. If Amendment, Date of Original Filed (Month/Day/Year)								6.	Check all ap Dire X Offi belo	All applicable)  Director 10% Owner  Officer (give title Other (specify below) below)  SVP & Co-President, AMR  vidual or Joint/Group Filing (Check Applicable				
(Street) PORTLA (City)			9 <b>7</b> 201 Zip)		-									For	orm filed by One Reporting Person orm filed by More than One Reporting erson			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
1. Title of Security (Instr. 3)			(Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Transaction Disposed Code (Instr. 5)		ities Acquired (A) od Of (D) (Instr. 3, 4			nd Secu Bene	ficially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
									Code	v	Amount	( <i>A</i>	A) or D)	Price	Trans	action(s) 3 and 4)		(11131114)
Class A Common Stock			10/3	31/2018				A <sup>(1)</sup>		29,403	3	Α	\$(	94	,001.228	D		
Class A Common Stock			11/01/2018				<b>F</b> <sup>(2)</sup>		15,129	9	D	\$26	5.9 78	,872.228	D			
		Та									sed of, onvertib				y Owned	I		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Date Execution Date,			ransaction of Code (Instr. Derivat		ative rities ired osed	6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		ount	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)		Date Exercisal		Expiration Date	Title	of Sha	res					

## **Explanation of Responses:**

- 1. Shares are issuable as a result of satisfaction of performance goals for fiscal years 2016-2018 under a performance share award. Compensation Committee certification of the award payout level occurred on the transaction date.
- 2. Shares were withheld by the issuer to cover withholding taxes upon vesting of restricted stock units.

## Remarks:

Joseph J. Bradley, Attorney-in-

**Fact** 

\*\* Signature of Reporting Person

Date

11/02/2018

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.