

EDELSON JILL SCHNITZER  
Form 4  
February 15, 2011

**FORM 4**

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

OMB APPROVAL

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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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 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 Person \*  
EDELSON JILL SCHNITZER

2. Issuer Name and Ticker or Trading Symbol  
SCHNITZER STEEL INDUSTRIES INC [SCHN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
02/14/2011

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

3200 NW YEON AVENUE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

PORTLAND, OR 97210

(City) (State) (Zip)

**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)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (A) or (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Class A Common Stock					300	I	See Note (1)
Class A Common Stock					11,162.79	I	See Note (2)
Class A Common Stock	02/14/2011		C	10,000 A \$ 0	10,000	I	By Voting Trust (5)
Class A Common Stock	02/14/2011		Z	V 10,000 D \$ 0	0	I	By Voting Trust (5)

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Stock									
Class A Common Stock	02/14/2011	Z	V	10,000	A	\$ 0	10,000	I	By Trust (5)
Class A Common Stock	02/14/2011	S		6,200	D	\$ 62.15	3,800	I	By Trust (5)
Class A Common Stock	02/14/2011	S		400	D	\$ 62.16	3,400	I	By Trust (5)
Class A Common Stock	02/14/2011	S		196	D	\$ 62.17	3,204	I	By Trust (5)
Class A Common Stock	02/14/2011	S		200	D	\$ 62.18	3,004	I	By Trust (5)
Class A Common Stock	02/14/2011	S		400	D	\$ 62.2	2,604	I	By Trust (5)
Class A Common Stock	02/14/2011	S		200	D	\$ 62.21	2,404	I	By Trust (5)
Class A Common Stock	02/14/2011	S		100	D	\$ 62.23	2,304	I	By Trust (5)
Class A Common Stock	02/14/2011	S		200	D	\$ 62.24	2,104	I	By Trust (5)
Class A Common Stock	02/14/2011	S		1,600	D	\$ 62.26	504	I	By Trust (5)
Class A Common Stock	02/14/2011	S		404	D	\$ 62.27	100	I	By Trust (5)
Class A Common Stock	02/14/2011	S		100	D	\$ 62.31	0	I	By Trust (5)

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

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(9-02)

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**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. P	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	(3)					(3)	(3)	Class A Common Stock	47,070
Class B Common Stock	(3)	02/14/2011		C	10,000	(3)	(3)	Class A Common Stock	10,000
Class B Common Stock	(3)					(3)	(3)	Class A Common Stock	19,334
Class B Common Stock	(3)					(3)	(3)	Class A Common Stock	19,334
Class B Common Stock	(3)					(3)	(3)	Class A Common Stock	20,592
Class B Common Stock	(3)					(3)	(3)	Class A Common Stock	45,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EDELSON JILL SCHNITZER 3200 NW YEON AVENUE PORTLAND, OR 97210		X		

## Signatures

Richard C. Josephson,  
Attorney-In-Fact

02/15/2011

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

- (1) By Jill Schnitzer Edelson, as custodian under Ohio Uniform Transfers to Minors Act, F/B/O Lauren R. Edelson.
- (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) Class B Common Stock is immediately convertible on a one-for-one basis into Class A Common Stock and has no expiration date.
- (4) Voting trust certificates or shares, as the case may be, are held by the Jill Schnitzer Edelson 2009 Annuity Trust.
- (5) Voting trust certificates or shares, as the case may be, are held by Jill Schnitzer Edelson and Richard H. Edelson, Trustees U/A/D 2/22/95, F/B/O Jill Schnitzer Edelson (the "Jill Trust").
- (6) Voting trust certificates or shares, as the case may be, are held by Jill Schnitzer Edelson, Family Trustee, and Dina S. Meier, Independent Trustee, U/A/D December 22, 1994 F/B/O Brooke Danielle Edelson.
- (7) Voting trust certificates or shares, as the case may be, are held by Jill Schnitzer Edelson, Family Trustee, and Dina S. Meier, Independent Trustee, U/A/D December 22, 1994 F/B/O Lauren Rachelle Edelson.
- (8) Voting trust certificates or shares, as the case may be, are held by Jill Schnitzer Edelson, Family Trustee, and Dina S. Meier, Independent Trustee, U/A/D November 3, 1997 F/B/O Brendan Zane Edelson.
- (9) Shares are held by trust under Trust Agreement dated January 30, 1970 of which Jill Schnitzer Edelson is the primary beneficiary.

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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