

Miller John A  
Form 4  
November 17, 2017

**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 \*  
Miller John A

(Last) (First) (Middle)

17 STATE STREET, SUITE 3811

(Street)

NEW YORK, NY 10004

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Real Industry, Inc. [RELY]

3. Date of Earliest Transaction (Month/Day/Year)  
11/15/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V Amount (D) Price  |   |  |                                   |
| Common Stock                    | 11/15/2017                           |  | D                              | (1) 8,143 \$ 0  | 67,955  | D  |                                   |
| Common Stock                    | 11/15/2017                           |  | D                              | (2) 14,837 \$ 0   | 53,118  | D  |                                   |
| Common Stock                    | 11/15/2017                           |  | D                              | (3) 29,412 \$ 0   | 20,291  | D  |                                   |

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

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SEC 1474 (9-02)

number.

**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. Derivative Securities (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|----------------------------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title                                     | Amount or Number of Shares |
|  |  |                                      |  | Code                           | V (A) (D)   |  |   |   |                            |
| Restricted Stock Unit                      | (4)  | 11/15/2017                           |  | D                              | 17,354<br>(4)   | (4)  | (4)   | Common Stock                              | (4)                        |
| Restricted Stock Unit                      | (5)  | 11/15/2017                           |  | D                              | 32,827<br>(5)   | (5)  | (5)   | Common Stock                              | (5)                        |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |                          |       |
|--|---------------|-----------|--------------------------|-------|
|  | Director      | 10% Owner | Officer                  | Other |
| Miller John A<br>17 STATE STREET<br>SUITE 3811<br>NEW YORK, NY 10004 |               |           | Executive Vice President |       |

## Signatures

/s/ John Miller 11/17/2017

\_\_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) Represents shares of unvested restricted common stock granted March 31, 2015 that were forfeited upon Mr. Miller's resignation from the Company.
- (2) Represents shares of unvested restricted common stock granted February 25, 2016 that were forfeited upon Mr. Miller's resignation from the Company.
- (3) Represents shares of unvested restricted common stock granted February 28, 2017 that were forfeited upon Mr. Miller's resignation from the Company.
- (4) Represents shares of unvested restricted stock units granted February 25, 2016 that were forfeited upon Mr. Miller's resignation from the Company.
- (5)

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Represents shares of unvested restricted stock units granted February 28, 2017 that were forfeited upon Mr. Miller's resignation from the Company.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.