

CASTLE A M & CO  
Form 10-K/A  
December 05, 2006  
UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-K/A

(Amendment No. 1)

(Mark one)

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2005

or

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number: 1-5415

A. M. CASTLE & CO.

(Exact name of registrant as specified in its charter)

Maryland

(State or other jurisdiction of  
incorporation or organization)

36-0879160

(I.R.S. Employer Identification No.)

3400 North Wolf Road, Franklin Park, Illinois 60131

(Address of principal executive offices)

Registrant's telephone number, including area code

(847) 455-7111

(Zip Code)

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Name of each exchange on which registered</u>
Common Stock - \$0.01 par value	American and Chicago Stock Exchanges
Series A Cumulative Convertible Preferred Stock 0.01 par value	Not Registered

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Securities registered pursuant to Section 12(g) of the Act: None

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes No

Indicated by check mark if the registrant is not required to file reports pursuant to Section 13 or 15(d) of the Act.

Yes  No

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

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Indicate by check mark whether the registrant is a large accelerated filer; an accelerated filer, or a non-accelerated filer. See definition of accelerated filer and large accelerated filer in Rule 12b-2 of the Exchange Act. (Check one):

Large Accelerated Filer \_\_\_\_\_ Accelerated Filer X Non-Accelerated Filer \_\_\_\_\_

Indicated by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act. Yes No X

State the aggregate market value of the voting and non-voting common equity held by non-affiliates computed by reference to the price at which the common equity was last sold, or the average bid and asked price of such common equity, as of the last business day of the registrant's most recently completed second fiscal quarter. \$103,550,000.

The number of shares outstanding of the registrant's common stock on March 15, 2006 was 16,556,266 shares.

DOCUMENTS INCORPORATED BY REFERENCE

Documents Incorporated by Reference

Proxy Statement furnished to Stockholders in connection with registrant's Annual Meeting of Stockholders

Applicable Part of Form 10-K

Part III

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**EXPLANATORY NOTE**

This amendment is filed solely to amend the Consent of Independent Registered Public Accounting Firm which was filed as Exhibit 23.1 to A. M. Castle & Co. s Annual Report on Form 10-K for the year ended December 31, 2005. That exhibit, as originally filed, inadvertently omitted the conformed signature of Deloitte & Touche LLP. The revised exhibit being filed herewith now contains the conformed signature of Deloitte & Touche LLP. No revisions have been made to the financial statements or any other disclosures contained in the Annual Report.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities as shown following their name on the dates indicated on this 4th day of December, 2006.

/s/ Michael Simpson

Michael Simpson,  
Chairman Emeritus

/s/ John McCartney

John McCartney, Director  
Chairman, Audit Committee

/s/ John W. Puth

John W. Puth, Director  
Member, Audit Committee

/s/ G. Thomas McKane

G. Thomas McKane, Chairman of  
Board and Director

/s/ William K. Hall

William K. Hall  
Director

/s/ Patrick J. Herbert, III

Patrick J. Herbert, III  
Director

/s/ Michael H. Goldberg

Michael H. Goldberg, President,  
Chief Executive Officer and Director  
(Principal Executive Officer)

/s/ Brian P. Anderson

Brian P. Anderson, Director  
Member, Audit Committee

/s/ Thomas A Donahoe

Thomas A. Donahoe, Director  
Member, Audit Committee

/s/ Lawrence A. Boik

Lawrence A. Boik  
Vice President and Chief Financial Officer  
(Principal Financial Officer)