WORTHINGTON INDUSTRIES INC

Form 4

December 15, 2016

FOR	Л Д									С	MB AF	PROVA	۱L
. 0	UNITED		SECURITIES AND EXCHANGE C Washington, D.C. 20549					COMMISSION			MB mber: 3235		
Check if no lo	this box		washington, D.C. 2034)							es:	Janua		
subject Section Form 4 Form 5	to STATE		SECU	OWNERSHIP OF Esti burn resp			mated average den hours per onse 0.5		0.5				
Form 5 obligations may continue. See Instruction 1(b). 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	e Responses)												
	Address of Reporting IELL JOHN P/OF		Symbol					5. Relations Issuer	hip of I	Reporti	ing Pers	on(s) to	
				WORTHINGTON INDUSTRIES INC [WOR]				(Check all applicable)					
(Last)	(First)	(Middle)		3. Date of Earliest Transaction				X Director 10% OwnerX Officer (give title Other (specify					
WORTHI	NGTON INDUST	RIES,		(Month/Day/Year) 12/13/2016				below) below) Chairman/Chief Exec Officer					
INC., 200 ROAD	OLD WILSON B	RIDGE											
COLUMB	(Street) US, OH 43085			nendment, I onth/Day/Ye	_	nal		6. Individua Applicable Li _X_ Form file Form file	ine) ed by Oi	ne Repo	orting Per	son	
(City)	(State)	(Zip)	Та	hla I - Non	-Darivatis	za Sac	uritias	Person Acquired, Dispo	sad of	or Ro	naficiall	v Owne	d
1.Title of	2. Transaction Date	2A. Deemo		3.	4. Securi		urrues	5. Amount of	6.	or bei		ure of In	
Security (Instr. 3)				TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or				Securities Owned Beneficially Form Owned Direct Following or Inc Reported (I) Transaction(s) (Instr		t (D) lirect	Benefi Owner (Instr.	cial rship	
Common				Code V	Amount	(D)	Price	(Instr. 3 and 4)					
Common Shares	12/13/2016			G	1,250	D	\$0	1,627,652	D				
Common Shares								12,415,982	I		Ву Л	MAC, I	nc.
Common Shares								2,428,312 (1)	I		Rardi f/b/o McC	ne Porte in Trus John P onnell a caret Ko	t and

(1)

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Common Shares	12/13/2016	G	250	A	\$0	6,401 <u>(1)</u>	I	As custodian for his son, C.R.McConnell
Common Shares	12/13/2016	G	250	A	\$ 0	5,642	I	By Spouse, Amy McConnell, as custodian for her son, Luke A. Edmonds
Common Shares						118,000	I	By The McConnell Family Trust
Common Shares						255,875 <u>(2)</u>	I	By The Margaret R. McConnell Trust f/b/o Margaret Kollis
Common Shares						25,123	I	By the Worthington Industries, Inc. Deferred Profit Sharing Plan

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

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 control number.

SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Tit.	le and	8. Price of	٥
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Da	ate	Amou	int of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Unde	rlying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)]
	Derivative				Securities			(Instr	. 3 and 4)		(
	Security				Acquired]
					(A) or]
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration	Title	Number		
						Exercisable	Date	Title	of		
				Code V	(A) (D)				Shares		
				Code v	(A) (D)				Shares		

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Reporting Owners

Reporting Owner Name / Address	Relationships								
F	Director	10% Owner	Officer	Other					
MCCONNELL JOHN P/OH WORTHINGTON INDUSTRIES, INC.	X		Chairman/Chief						
200 OLD WILSON BRIDGE ROAD COLUMBUS, OH 43085			Exec Officer						

Signatures

/S/ John P. McConnell by Dale T. Brinkman, as attorney-in-fact

12/15/2016

**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) The account is enrolled in the Issuer's dividend reinvestment plan and the amount listed includes the number of common shares reflected in the most up-to-date information available.
- (2) Amount listed is the most up-to-date information available regarding holdings in the Worthington Industries, Inc. Deferred Profit Sharing Plan Fund which invests in common shares of the Issuer.

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.

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