

SCHNITZER STEEL INDUSTRIES INC
 Form 4
 April 03, 2007

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 *
PHILIP ROBERT W

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)
 11/10/2006

___ Director ___X___ 10% Owner
 ___ Officer (give title below) ___ Other (specify below)

SCHNITZER INVESTMENT CORP., 1211 SW FIFTH AVENUE, SUITE 2250

(Street)

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

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

PORTLAND, OR 97204

(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 (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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Class A Common Stock	11/10/2006		C	30,000 A \$ 0	30,000	I	By Voting Trust ⁽¹⁾
Class A Common Stock	11/15/2006		S	1,000 D \$ 40	29,000	I	By Voting Trust ⁽¹⁾
Class A Common Stock	11/15/2006		S	1,000 D \$ 40.006	28,000	I	By Voting Trust ⁽¹⁾

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Class A Common Stock	11/15/2006	S	1,000	D	\$ 40.216	27,000	I	By Voting Trust ⁽¹⁾
Class A Common Stock	11/15/2006	S	1,000	D	\$ 40.244	26,000	I	By Voting Trust ⁽¹⁾
Class A Common Stock	11/15/2006	S	1,000	D	\$ 40.351	25,000	I	By Voting Trust ⁽¹⁾
Class A Common Stock	11/15/2006	S	1,000	D	\$ 40.443	24,000	I	By Voting Trust ⁽¹⁾
Class A Common Stock	11/15/2006	S	1,000	D	\$ 40.568	23,000	I	By Voting Trust ⁽¹⁾
Class A Common Stock	11/15/2006	S	1,000	D	\$ 40.41	22,000	I	By Voting Trust ⁽¹⁾
Class A Common Stock	11/15/2006	S	1,000	D	\$ 40.098	21,000	I	By Voting Trust ⁽¹⁾
Class A Common Stock	11/15/2006	S	1,000	D	\$ 40.05	20,000	I	By Voting Trust ⁽¹⁾
Class A Common Stock	11/22/2006	S	400	D	\$ 41	19,600	I	By Voting Trust ⁽¹⁾
Class A Common Stock						139,915	D	
Class A Common Stock						150	I	See Note ⁽²⁾
Class A Common Stock						14,805	I	By Trust ⁽³⁾

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

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(9-02)

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

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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 Der (Ins			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class B Common Stock	(4)	11/10/2006		C			30,000	(4)	(4)	Class A Common Stock	30,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PHILIP ROBERT W SCHNITZER INVESTMENT CORP. 1211 SW FIFTH AVENUE, SUITE 2250 PORTLAND, OR 97204		X		
PHILIP RITA S SCHNITZER INVESTMENT CORP. 1211 SW FIFTH AVENUE, SUITE 2250 PORTLAND, OR 97204		X		

Signatures

/s/Robert W.
Philip

02/02/2007

**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) Voting trust certificates or shares, as the case may be, are held by Rita S. Philip, Family Trustee, and Jill Schnitzer Edelson, Independent Trustee, U/A/D December 22, 1994, F/B/O Joshua Henry Philip. Rita S. Philip is the spouse of Robert W. Philip.
- (2) Shares are held by Robert W. Philip, as custodian under the Oregon Uniform Transfers to Minors Act, F/B/O Joshua Henry Philip
- (3) Voting trust certificates or shares, as the case may be, are held by Gayle S. Romain and Rita S. Philip, Trustees of Gayle S. Romain Family Trust U/A/D October 9, 1995
- (4) Class B Common Stock is immediately convertible on a one-for-one basis into Class A Common Stock and has no expiration date

Remarks:

The sales in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person

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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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