

# TIMKENSTEEL CORP

Reported by  
**TIMKEN WARD J JR**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 02/24/15 for the Period Ending 02/20/15

Address	1835 DUEBER AVENUE SW CANTON, OH 44706-0928
Telephone	330-471-7000
CIK	0001598428
Symbol	TMST
Fiscal Year	12/31

# FORM 4

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>TIMKEN WARD J JR</b>  (Last) (First) (Middle)  <b>1835 DUEBER AVENUE, S.W.</b>  (Street)  <b>CANTON, OH 44706</b>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>TimkenSteel Corp [ TMST ]</b>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input checked="" type="checkbox"/> Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) <b>President, CEO, Chairman</b>
<b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>2/20/2015</b></p>		<b>6. Individual or Joint/Group Filing</b> (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<b>4. If Amendment, Date Original Filed</b> (MM/DD/YYYY)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			
Common Stock	2/20/2015		M		57000	A	\$18.56	140745	D	
Common Stock	2/20/2015		F		45187	D	\$30.43	95558.00	D	
Common Stock	2/24/2015		G	v	30	D	\$0	95528	D	
Common Stock								99999	I	By Self as Manager of LLC (1)
Common Stock								9311	I	Savings Inv. Plan
Common Stock								1405 (2)	I	By Spouse (2)
Common Stock								7077	I	By Child
Common Stock								6727	I	By Child
Common Stock								26500 (3)	I	By self as Co-Trustee and beneficiary (3)
Common Stock								3000 (4)	I	By self as Co-Trustee (2) (4)

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				
<b>Nonqualified Stock Option (Right to buy)</b>	<b>\$18.56</b>	<b>2/20/2015</b>		<b>M</b>		<b>57000</b>	<b>(5)</b>	<b>2/6/2016</b>	<b>Common Stock</b>	<b>57000</b>	<b>\$0</b>	<b>0</b>	<b>D</b>	

**Explanation of Responses:**

- (1) By self as sole manager of the WJ Timken Jr Family, LLC. Members of the LLC include the reporting person, immediate family members and trusts for the benefit of immediate family members.
- (2) DISCLAIMER: Undersigned disclaims all beneficial ownership
- (3) By self as Co-Trustee and beneficiary of the Ward J. Timken Trust FBO Ward J. Timken, Jr.
- (4) By self as Co-Trustee of the Ward J. Timken Trust FBO Grandchildren
- (5) Nonqualified stock option with limited transferability granted pursuant to TimkenSteel Corporation Long-Term Incentive Plan. Option becomes exercisable in annual 25 percent increments beginning February 6, 2007, the anniversary date of the grant. Option becomes fully exercisable upon the occurrence of a change in control of the Company or similar event.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>TIMKEN WARD J JR 1835 DUEBER AVENUE, S.W. CANTON, OH 44706</b>	<b>X</b>		<b>President, CEO, Chairman</b>	

**Signatures**

Ward J. Timken, Jr.

2/24/2015

\*\* Signature of Reporting Person

Date

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

\* 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).

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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