

GILMORE GEOFFREY G
Form 3
August 01, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â GILMORE GEOFFREY G | | (Month/Day/Year) | WORTHINGTON INDUSTRIES INC [WOR] | |
| (Last) | (First) | 08/01/2012 | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 200 OLD WILSON BRIDGE ROAD | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| COLUMBUS,Â OHÂ 43085 | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | President, Worthington Steel | |
| | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Shares | 7,000 | D | Â |

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

SEC 1473 (7-02)

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.

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Title | | | |

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| | Expiration Date | Amount or Number of Shares | or Indirect (I) (Instr. 5) |
|--|--------------------------------------|---------------------------------------|----------------------------|
| Employee Non-Qualified Stock Option (Right to Buy) | 07/02/2011 ⁽¹⁾ 07/01/2020 | common shares 5,000 \$ 12.05 | D Â |
| Employee Non-Qualified Stock Option (Right to Buy) | 09/02/2012 ⁽²⁾ 09/01/2021 | common shares 7,500 \$ 14.84 | D Â |
| Employee Non-Qualified Stock Option (Right to Buy) | 06/29/2013 ⁽²⁾ 06/28/2022 | common shares 20,000 \$ 20.47 | D Â |
| Phantom Stock, acquired under deferred compensation plan | Â ⁽³⁾ Â ⁽⁴⁾ | common shares 2,982 \$ ⁽⁵⁾ | D Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|--------------------------------|
| | Director | 10% Owner | Officer | Other |
| GILMORE GEOFFREY G 200 OLD WILSON BRIDGE ROAD COLUMBUS, OH 43085 | Â | Â | Â | President, Worthington Steel Â |

Signatures

/s/ Dale T. Brinkman, as attorney-in-fact for Geoffrey G. Gilmore 08/01/2012

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) This option was granted out of the Worthington Industries, Inc. 1997 Long-Term Incentive Plan and vests at 20% per year beginning on the first anniversary of the grant date (07/02/2011). Date listed is the first day any portion of the option vested. Additional portions of 20% of the option vested annually on 07/02/2012, 07/02/2013, 07/02/2014 and 07/02/2015.
- (2) This non-qualified stock option was granted out of the Company's 2010 Stock Option Plan and vests at 33.33% per year. Date listed is the first day the options are available.
- (3) The account balances related to the theoretical common shares may be immediately transferred to other investment options under the terms of the deferred compensation plans.
- (4) These are unfunded accounts under the Worthington Industries, Inc.'s deferred compensation plan invested in phantom stock. Distributions are made only in cash, and generally commence upon retirement or other termination of employment.
- (5) The accounts track common shares on a one-for-one basis

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.