Coslov I Michael Form 4 May 17, 2012

FORM 4

Form 4 or

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * Coslov I Michael

> (First) (Middle)

C/O TMS INTERNATIONAL CORP.. 12 MONONGAHELA **AVENUE**

GLASSPORT, PA 15045

(Street)

TMS International Corp. [TMS]

(Month/Day/Year) 05/15/2012

Filed(Month/Day/Year)

Symbol

2. Issuer Name and Ticker or Trading

3. Date of Earliest Transaction

4. If Amendment, Date Original

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director Officer (give title below)

_X__ 10% Owner _ Other (specify

OMB APPROVAL

3235-0287

January 31,

2005

0.5

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response...

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burden hours per

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially O
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(City)	(State)	(Zip) Tal	ole I - Non	-Derivative Se	curiti	es Acq	uired, Disposed	of, or Benefic	cially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	onor Disposed o (Instr. 3, 4 and	f (D) d 5) (A) or		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)
Class A Common Stock	05/15/2012		Code V	Amount 49,468	(D)	Price (1)	49,468	D	
Class A Common Stock	05/15/2012		С	1,402,261	A	(2) (4)	1,402,261	I	By IMC Tube City Investments, LLC (4)
Class A Common Stock	05/15/2012		C	701	A	(3) (4)	701	I	By IMC Tube City Holdings, Inc. (4)

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

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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 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 orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exerci Expiration Date (Month/Day/Y	te	7. Title and 2. Underlying 9 (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount of Number of Shares
Class B Common Stock	(1)	05/15/2012		C	49,468	04/19/2011	<u>(5)</u>	Class A Common Stock	49,46
Class B Common Stock	(2)	05/15/2012		C	1,402,261	04/19/2011	<u>(5)</u>	Class A Common Stock	1,402,2 (4)
Class B Common Stock	<u>(3)</u>	05/15/2012		C	701 (4)	04/19/2011	<u>(5)</u>	Class A Common Stock	701 <u>(4</u>

Reporting Owners

	Relationships				
Reporting Owner Name / Address	Director	10% Owner	Officer	Other	
Coslov I Michael C/O TMS INTERNATIONAL CORP. 12 MONONGAHELA AVENUE GLASSPORT, PA 15045		X			

Signatures

/s/ Thomas E. Lippard, attorney-in-fact for I Michael Coslov	05/17/2012	
**Signature of Reporting Person	Date	

Reporting Owners 2

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).
- On May 15, 2012, I Michael Coslov converted 49,468 shares of Class B Common Stock into a like number of shares of Class A Common Stock. Mr. Coslov has not sold or otherwise disposed of the Class A Common Stock acquired as a result of such conversion. Shares of Class B Common Stock are convertible on a one-for-one basis at any time, at the option of the holder, into shares of Class A Common Stock.
- On May 15, 2012, IMC Tube City Investments, LLC converted 1,402,261 shares of Class B Common Stock into a like number of shares of Class A Common Stock. Mr. Coslov has not sold or otherwise disposed of the Class A Common Stock acquired as a result of such conversion. Shares of Class B Common Stock are convertible on a one-for-one basis at any time, at the option of the holder, into shares of Class A Common Stock.
- On May 15, 2012, IMC Tube City Holdings, Inc. converted 701 shares of Class B Common Stock into a like number of shares of Class A Common Stock. Mr. Coslov has not sold or otherwise disposed of the Class A Common Stock acquired as a result of such conversion. Shares of Class B Common Stock are convertible on a one-for-one basis at any time, at the option of the holder, into shares of Class A Common Stock.
- In the Form 4 filed by the reporting person on April 21, 2011 (the "April Form 4"), the holdings of IMC Tube City Investments, LLC and IMC Tube City Holdings, Inc. were inadvertently transposed. The 1,402,261 shares of Class B Common Stock listed in the April Form 4 as being held by IMC Tube City Holdings, Inc. were actually held at such time by IMC Tube City Investments, LLC, and the 701 shares of Class B Common Stock listed in the April Form 4 as being held by IMC Tube City Investments, LLC were actually held at such time by IMC Tube City Holdings, Inc. The share ownership of IMC Tube City Investments, LLC and IMC Tube City Holdings, Inc. are correctly listed in this current Form 4.
- (5) The Class B Common Stock has no expiration date.

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.