

MRC GLOBAL INC.
Form 3
October 13, 2015

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 Bowhay John L.		(Month/Day/Year)	MRC GLOBAL INC. [MRC]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
2 HOUSTON CENTER,Â 909 FANNIN, SUITE 3100		10/01/2015	(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
HOUSTON,Â TXÂ 77010			<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
(City)	(State)	(Zip)	(give title below)	(specify below)
			SVP-Valves, Fittings, Flanges	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 Stock	13,882 ⁽¹⁾	D	Â

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

SEC 1473 (7-02)

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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) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
Stock Options (Right to Buy)	Â (2)	11/10/2021	Common Stock 1,657 \$ 18.1	D Â
Stock Options (Right to Buy)	Â (3)	03/07/2023	Common Stock 1,080 \$ 29.35	D Â
Stock Options (Right to Buy)	Â (4)	09/03/2023	Common Stock 2,255 \$ 26.25	D Â
Stock Options (Right to Buy)	Â (5)	02/18/2024	Common Stock 3,557 \$ 29.3	D Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bowhay John L. 2 HOUSTON CENTER 909 FANNIN, SUITE 3100 HOUSTON, TX 77010	Â	Â	Â SVP-Valves, Fittings, Flanges	Â

Signatures

Ann D. Garnett 10/13/2015

__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) On 3/7/2013, the reporting person received 148 restricted shares (the "March 2013 Grant") of common stock, par value \$0.01 per share, of MRC Global Inc. (the "Common Stock"). 20% of the March 2013 Grant vested on each of 3/7/2014 and 3/7/2015, at which times 14 and 10 shares of Common Stock, respectively, were surrendered to satisfy tax withholding obligations. Of the remaining March 2013 Grant, 20% will vest on each of 3/7/2016, 3/7/2017 and 3/7/2018, each conditioned on the reporting person's continued service with the issuer and subject to accelerated vesting under certain circumstances. On 9/3/2013, the reporting person received 322 restricted shares (the "September 2013 Grant") of Common Stock. 20% of the September 2013 Grant vested on each of 9/3/2014 and 9/3/2015, at which times 13 and 19 shares of Common Stock, respectively, were surrendered to satisfy tax withholding obligations. Of the remaining September 2013 Grant, 20% will vest on each of 3/7/2016, 3/7/2017 and 3/7/2018, each conditioned on the reporting person's continued service with the issuer and subject to accelerated vesting under certain circumstances. On 2/18/2014, the reporting person received 1,451 restricted shares (the "February 2014 Grant") of Common Stock. 25% of the February 2014 Grant vested on 2/18/2015, at which time 68 shares of Common Stock were surrendered to satisfy tax withholding obligations. Of the remaining February 2014 Grant, 25% will vest on each of 2/18/2016, 2/18/2017 and 2/18/2018, each conditioned on the reporting person's continued service with the issuer and subject to accelerated vesting under certain circumstances. On 2/17/2015, the reporting person received 12,085 Restricted Stock Units (the "February 2015 Grant"). Each Restricted Stock Unit represents a contingent right to receive one share of issuer's Common Stock. 34% of the February 2015 Grant will vest on 2/17/2016, and 33% of the February 2015 Grant will vest on each of 2/17/2017 and 2/17/2018, each conditioned on the reporting person's continued service with the issuer and subject to accelerated vesting under certain circumstances.

(2) All of the options reported above are fully vested and exercisable.

(3) 25% of the options reported above vested and became exercisable on each of 3/7/2014 and 3/7/2015, and 25% of the options reported above will vest and become exercisable on each of 3/7/2016 and 3/7/2017, each conditioned on the reporting person's continued service with the issuer and subject to accelerated vesting under certain circumstances.

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25% of the options reported above vested and became exercisable on each of 9/3/2014 and 9/3/2015, and 25% of the options reported
(4) above will vest and become exercisable on each of 9/3/2016 and 9/3/2017, each conditioned on the reporting person's continued service with the issuer and subject to accelerated vesting under certain circumstances.

33% of the options reported above vested and became exercisable on 2/18/2015. 33% of the options reported above will vest and become
(5) exercisable 2/18/2016, and 34% of the options reported above will vest and become exercisable on 2/18/2017, each conditioned on the reporting person's continued service with the issuer and subject to accelerated vesting under certain circumstances.

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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