

GLOBE SPECIALTY METALS INC
 Form 4
 December 24, 2015

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 *
 EIZENSTAT STUART E

2. Issuer Name and Ticker or Trading Symbol
 GLOBE SPECIALTY METALS INC [GSM]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 C/O GLOBE SPECIALTY METALS, INC., 600 BRICKELL AVENUE, SUITE 3100
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/23/2015

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

MIAMI, FL 33131
 (City) (State) (Zip)

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

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | | | |
| Common Stock | 12/23/2015 | | D | | 5,079 | D | 0 | D | |

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

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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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Stock Option | \$ 22.42 | 12/23/2015 | | D | 1,446 | 06/30/2012 | 06/30/2016 | Common Stock | 1,446 |
| Stock Option | \$ 18.81 | 12/23/2015 | | D | 6,675 | <u>(3)</u> | 08/11/2016 | Common Stock | 6,675 |
| Stock Option | \$ 18.81 | 12/23/2015 | | D | 225 | <u>(3)</u> | 08/11/2016 | Common Stock | 225 |
| Stock Option | \$ 13.43 | 12/23/2015 | | D | 3,297 | 06/30/2013 | 06/30/2017 | Common Stock | 3,297 |
| Stock Option | \$ 11.34 | 12/23/2015 | | D | 4,990 | 07/18/2014 | 07/18/2018 | Common Stock | 4,990 |
| Stock Option | \$ 21.34 | 12/23/2015 | | D | 25,000 | <u>(4)</u> | 03/19/2019 | Common Stock | 25,000 |
| Stock Option | \$ 20.58 | 12/23/2015 | | D | 1,226 | 07/08/2015 | 07/08/2019 | Common Stock | 1,226 |
| Restricted Stock Unit | <u>(5)</u> | 12/23/2015 | | D | 1,078 | 02/27/2016 | 02/27/2016 | Common Stock | 1,078 |
| Restricted Stock Unit | <u>(5)</u> | 12/23/2015 | | D | 1,695 | 06/30/2016 | 06/30/2016 | Common Stock | 1,695 |
| Stock Appreciation Right | \$ 12.54 <u>(6)</u> | 12/23/2015 | | D | 12,784 | <u>(4)</u> | 08/20/2018 | Common Stock | 12,784 |
| Stock Appreciation Right | \$ 16.7 <u>(6)</u> | 12/23/2015 | | D | 2,303 | 02/27/2016 | 02/27/2020 | Common Stock | 2,303 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| EIZENSTAT STUART E C/O GLOBE SPECIALTY METALS, INC. 600 BRICKELL AVENUE, SUITE 3100 MIAMI, FL 33131 | X | | | |

Signatures

/s/ Stephen
Lebowitz

12/24/2015

__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).

- Disposed of in a merger pursuant to a business combination agreement by, among others, issuer, Grupo Villar Mir, S.A., and Grupo
- (1) FerroAtlantica, S.A., in which each share of common stock of issuer was exchanged for one (1) share of FerroGlobe PLC common stock on the effective date of the merger.
 - (2) These awards were cancelled in the merger in exchange for awards on the same terms for shares of FerroGlobe PLC common stock.
 - (3) The awards vest and become exercisable quarterly, in eighths, over the course of two years from the original grant date (subject to acceleration in certain circumstances).
 - (4) The awards vest and become exercisable in thirds on the first, second and third anniversary of the original grant date (subject to acceleration in certain circumstances).
 - (5) Each restricted stock unit represents the right to receive cash in an amount equal to the fair market value of one share of common stock, on the date of vesting of the subject restricted stock unit.

- Each stock appreciation right represents the right to receive cash in an amount equal to the difference obtained by subtracting the exercise
- (6) price from the fair market value of one share of the company's common stock, as of the date of exercise of the subject stock appreciation right.

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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