

Lane Andrew R  
Form 4  
March 11, 2013

# FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
Lane Andrew R

2. Issuer Name and Ticker or Trading Symbol  
MRC GLOBAL INC. [MRC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
2 HOUSTON CENTER, 909  
FANNIN, SUITE 3100

3. Date of Earliest Transaction (Month/Day/Year)  
03/07/2013

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

Chairman, President and CEO

(Street)

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

HOUSTON, TX 77010

(City) (State) (Zip)

### 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 Indirect Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common Stock	03/07/2013		A	V 23,850 (1) A \$ 0 23,850		D	
Common Stock	03/07/2013		G(2)	V 23,850 (1) D \$ 0 0		D	
Common Stock	03/07/2013		G(2)	V 23,850 (1) A \$ 0 223,959		I	Through A Limited Partnership

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

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SEC 1474 (9-02)

displays a currently valid OMB control number.

**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 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 of Shares
						Date Exercisable	Expiration Date		
Stock Options (Right to Buy)	\$ 29.35	03/07/2013		A	173,982	(3)	03/07/2023	Common Stock	17
Stock Options (Right to Buy)	\$ 29.35	03/07/2013		G <sup>(2)</sup>	V 173,982	(3)	03/07/2023	Common Stock	17
Stock Options (Right to Buy)	\$ 29.35	03/07/2013		G <sup>(2)</sup>	V 173,982	(3)	03/07/2023	Common Stock	17

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lane Andrew R 2 HOUSTON CENTER 909 FANNIN, SUITE 3100 HOUSTON, TX 77010	X		Chairman, President and CEO	

## Signatures

/s/ Brian K. Shore,  
Attorney-in-fact

03/11/2013

\*\*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).

- 20% of the shares of restricted Common Stock reported above will become exercisable on each of 3/7/2014, 3/7/2015, 3/7/2016, 3/7/2017 and 3/7/2018, conditioned on the reporting person's continued service with the issuer and subject to accelerated vesting under certain circumstances.
- (1) and 3/7/2018, conditioned on the reporting person's continued service with the issuer and subject to accelerated vesting under certain circumstances.
- (2) The reporting person transferred this option as a gift to a family limited partnership.

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- (3) 25% of the options reported above will become exercisable on each of 3/7/2014, 3/7/2015, 3/7/2016 and 3/7/2017, 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. 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.