SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Add Isaac Rory	. Date of Event Requiring Stater Month/Day/Yea 14/11/2012	nent	3. Issuer Name and Ticker or Trading Symbol <u>MRC GLOBAL INC.</u> [MRC]								
(Last) (First) (Middle) 2 HOUSTON CENTER, 909 FANNIN SUITE 3100						tionship of Reporting Perso c all applicable) Director Officer (give title below)	10% Owner Other (specify below)		5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street) HOUSTON (City)	TX (State)	77010 (Zip)				EVP - Business Dev	elopment		X		y One Reporting Person y More than One erson
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)				4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock						0	Ι		See Footnotes ⁽¹⁾⁽²⁾		
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 Securiti Underlying Derivative Security			4. Conver or Exer Price o	rcise	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Date Exercisable	Expiration Date	n Title		Amount Deriva or Securi Number of Shares		tive	or Indirect (I) (Instr. 5)		
Stock Option (right to buy)		(3)	12/03/2019	9	Common Stock	21,853	22.8	34	D	
Stock Option (right to buy)		(4)	11/10/2021	1	Common Stock	13,812	18.	1	D		

Explanation of Responses:

1. PVF Holdings LLC ("PVF") owns 84,214,026 shares of common stock, par value \$0.01 per share ("Common Stock"), of MRC Global Inc. (the "Company"). Mr. Isaac owns 127.3212 common units ("Common Units") of PVF, representing 0.038% of the total outstanding Common Units. Mr. Isaac may be deemed to beneficially own 32,127 shares of Common Stock indirectly through his ownership of such Common Units. Mr. Isaac also owns 381.3098 profits units ("Profits Units") of PVF, representing 8.50% of the total outstanding Profits Units. The Amended and Restated Limited Liability Company Agreement of PVF, dated as of October 31, 2007 (the "LLC Agreement"), Amendment No. 1 to the LLC Agreement, dated as of December 18, 2007, and Amendment No. 2 to the LLC Agreement, dated as of October 31, 2009, are filed as exhibits 10.17, 10.17.1, and 10.17.2 to the Company's Registration Statement on Form S-1, File No. 333-178980.

2. Mr. Isaac does not have the power to vote or dispose of the shares of Common Stock that correspond to his ownership of Common Units and thus does not have beneficial ownership of such shares. In addition, Mr. Isaac does not have any pecuniary interest in the shares of Common Stock held by PVF because he does not control PVF and does not have or share investment control over the shares of Common Stock owned by PVF.

3. 33 1/3% of the options reported above will become exercisable on each of 12/3/2012, 12/3/2013, and 12/3/2014.

4. 20% of the options reported above will become exercisable on each of 11/10/2012, 11/10/2013, 11/10/2014, 11/10/2015, and 11/10/2016.

/s/ Brian K. Shore, Attorneyin-fact

** Signature of Reporting Person

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

04/11/2012

Date

LIMITED POWER OF ATTORNEY

The undersigned, being an executive officer or director of MRC Global Inc. (the "Corporation"), who will thereby be subject to the reporting obligations of Section 16 of the Securities Exchange Act of 1934, as amended (the "Act"), with respect to securities of the Corporation, hereby constitutes and appoints each of Brian K. Shore and Daniel J. Churay as the undersigned's true and lawful attorneys-in-fact and agents to execute and file for and on behalf of the undersigned Forms 3, 4, and 5 with the Securities and Exchange Commission, and to perform all acts necessary in order to execute and file such Forms 3, 4, and 5, as he or she, as applicable, shall deem appropriate. The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agents shall do or cause to be done by virtue hereof.

This Limited Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Corporation, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

This Limited Power of Attorney is executed as of April 9, 2012.

/s/ Andrew R. Lane	/s/ James E. Braun					
Andrew R. Lane	James E. Braun					
/s/ Daniel J. Churay	/s/ Gary A. Ittner					
Daniel J. Churay	Gary A. Ittner					
/s/ James F. Underhill	/s/ Leonard M. Anthony					
James F. Underhill	Leonard M. Anthony					
/s/ Rhys J. Best	/s/ Peter C. Boylan III					
Rhys J. Best	Peter C. Boylan III					
/s/ Craig Ketchum	/s/ Gerard P. Krans					
Craig Ketchum	Gerard P. Krans					
/s/ Cornelis A. Linse	/s/ John A. Perkins					
Dr. Cornelis A. Linse	John A. Perkins					
/s/ H.B. Wehrle, III	/s/ Elton R. Bond					
H.B. Wehrle, III	Elton R. Bond					
/s/ Neil P. Wagstaff	/s/ Scott A. Hutchinson					
Neil P. Wagstaff	Scott A. Hutchinson					

/s/ Rory M. Isaac

Rory M. Isaac