

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Lane Andrew R</u> (Last) (First) (Middle) <u>FULBRIGHT TOWER</u> <u>1301 MCKINNEY ST., SUITE 2300</u> (Street) <u>HOUSTON TX 77010</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MRC GLOBAL INC. [MRC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman, President & CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/18/2016</u>	
		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 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/18/2016		A		189,334 ⁽¹⁾	A	\$0.00	492,664	D	
Common Stock	02/18/2016		G ⁽²⁾	V	189,334 ⁽¹⁾	D	\$0.00	303,330	D	
Common Stock	02/18/2016		G ⁽²⁾	V	189,334 ⁽¹⁾	A	\$0.00	492,664	I	Through A Limited Partnership
Common Stock	02/18/2016		A		209,644 ⁽³⁾	A	\$0.00	702,308	D	
Common Stock	02/18/2016		G ⁽²⁾	V	209,644 ⁽³⁾	D	\$0.00	492,664	D	
Common Stock	02/18/2016		G ⁽²⁾	V	209,644 ⁽³⁾	A	\$0.00	702,308	I	Through A Limited Partnership
Common Stock	02/18/2016		F		2,480 ⁽⁴⁾	D	\$9.41	699,828	I	Through A Limited Partnership

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- On 2/18/2016, the reporting person received 189,334 Restricted Stock Units (the "February 2016 Grant"). Each Restricted Stock Unit represents a contingent right to receive one share of issuer's Common Stock. 34% of the February 2016 Grant will vest on 2/18/2017 and 33% of the February 2016 Grant will vest on each of 2/18/2018 and 2/18/2019, each conditioned on the reporting person's continued service with the issuer and subject to accelerated vesting under certain circumstances.
- The reporting person transferred the Restricted Stock Units as a gift to a family limited partnership.
- On 2/18/2016, the reporting person received 209,644 Restricted Stock Units (the "Special February 2016 Grant"). Each Restricted Stock Unit represents a contingent right to receive one share of the issuer's Common Stock. 50% of the Special February 2016 Grant will vest on 2/18/2018 and 50% of the Special February 2016 Grant will vest on 2/18/2020, each conditioned on the reporting person's continued service with the issuer and subject to accelerated vesting under certain circumstances.
- The reporting person surrendered these shares to satisfy tax withholding obligations resulting from the vesting of certain share of the issuer's Common Stock.

Remarks:

Andrew R. Lane 02/22/2016
 ** Signature of Reporting Person Date

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 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).

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.