

**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>Cornell Henry</u>  (Last) (First) (Middle) 2 HOUSTON CENTER 909 FANNIN, SUITE 3100  (Street) HOUSTON TX 77010  (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  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 08/07/2013	
	4. If Amendment, Date of Original Filed (Month/Day/Year) 08/09/2013	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock <sup>(1)</sup>	08/07/2013		A		1,246 <sup>(2)</sup>	A	\$0	1,246 <sup>(3)</sup>	D	
Common Stock	08/07/2013		G <sup>(4)</sup>	V	1,246 <sup>(2)</sup>	D	\$0	0	D	

**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					
Stock Options (Right to Buy)	\$24.07	08/07/2013		A		9,415		08/07/2014 <sup>(5)</sup>	08/07/2023	Common Stock	\$0	9,415 <sup>(3)</sup>	D	
Stock Options (Right to Buy)	\$24.07	08/07/2013		G <sup>(4)</sup>	V	9,415		08/07/2014 <sup>(5)</sup>	08/07/2023	Common Stock	\$0	0	D	

**Explanation of Responses:**

- This amended Form 4 is being filed to reflect the deletion of the third transaction shown under each of Table I and Table II on the Reporting Person's original Form 4 filed on August 9, 2013, which transactions incorrectly reported the indirect acquisition and holding by the Reporting Person of a number of shares of restricted Common Stock and options, respectively. The transactions reflected on this amended Form 4 are not new transactions, but are included to allow access to the reporting system and include all of the transactions that should have been reported on the original Form 4.
- All of the shares of restricted Common Stock reported above will become exercisable on 8/7/2014, conditioned on the Reporting Person's continued service with the issuer and subject to accelerated vesting under certain circumstances.
- The Reporting Person resigned from Goldman, Sachs & Co. ("Goldman Sachs") effective 5/17/2013. Accordingly, the Reporting Person's Form 4 and other Section 16 filings no longer report beneficial ownership of shares or options held by affiliates of The Goldman Sachs Group, Inc. ("GS Group"), including options to purchase 11,986 shares of common stock, which were held by the Reporting Person for the benefit of GS Group as previously reported, as the Reporting Person no longer may be deemed to beneficially own or have any pecuniary interest in any of such shares or options.
- The Reporting Person transferred this security as a gift to The Cornell Family Foundation, a charitable foundation. The Reporting Person has no pecuniary interest in any of the securities held by the foundation.
- All of the options reported above will become exercisable on 8/7/2014, conditioned on the Reporting Person's continued service with the issuer and subject to accelerated vesting under certain circumstances.

/s/ Jeffrey P. Bennett, Attorney-in-fact 05/01/2014

\*\* 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.

LIMITED POWER OF ATTORNEY

The undersigned, each being a 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, with full power of substitution or revocation, each of Daniel J. Churay and Jeffrey P. Bennett, or such attorney-in-fact's substitute or substitutes, as the undersigned's true and lawful attorneys-in-fact and agents to execute and file for and on behalf of the undersigned Forms 4 and 5 with the Securities and Exchange Commission (the "SEC"), and to perform all acts necessary in order to execute and file such Forms 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, or such attorney-in-fact's substitute or substitutes, shall do or cause to be done by virtue hereof.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, or such attorney-in-fact's substitute or substitutes, are not assuming, nor is the Corporation assuming, any of the undersigned's responsibilities to comply with Section 16 of the Act. This Limited Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 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 effective as of April 28, 2014, and any previous power of attorney issued by the undersigned for the purpose of executing and filing Forms 4 and 5 with the SEC with respect to holdings of and transactions in securities issued by the Corporation is hereby revoked (without affecting the effectiveness of any such power of attorney prior to the date hereof).

/s/ Leonard M. Anthony  
Leonard M. Anthony

/s/ Rhys J. Best  
Rhys J. Best

/s/ Peter C. Boylan, III  
Peter C. Boylan, III

/s/ Henry Cornell  
Henry Cornell

/s/ Craig Ketchum  
Craig Ketchum

/s/ Gerard P. Krans  
Gerard P. Krans

/s/ Dr. Cornelis A. Linse  
Dr. Cornelis A. Linse

/s/ John A. Perkins  
John A. Perkins

/s/ H.B. Wehrle, III  
H.B. Wehrle, III