COMMERCIAL METALS CO

Form 4

October 24, 2014

FORM 4

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

OMB Number: 3235-0287

Estimated average

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Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

response...

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * HICKEY ADAM R			2. Issuer Name and Ticker or Trading Symbol COMMERCIAL METALS CO [CMC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) 6565 N. MABLVD., SUI		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/22/2014	Director 10% OwnerX_ Officer (give title Other (specify below) below) VICE PRESIDENT & CONTROLLER		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
IRVING, TX	75039			Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tabl	le I - Non-E	Derivative	Secur	ities Acq	uired, Disposed o	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		d of (D)	5. Amount of 6. Securities Ownership Beneficially Form: Director Owned (D) or Following Indirect (I) Reported (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	10/22/2014		F	599	D	\$ 15.7	7,351 <u>(1)</u>	D	
Common Stock	10/23/2014		M	2,123	A	\$ 0 (2)	9,474	D	
Common Stock	10/23/2014		F	687	D	\$ 16.01	8,787	D	
Common Stock							140	I	Custodial Minor
Common Stock							8,380	I	by Trust

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

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SEC 1474

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transactic Code (Instr. 8)	S. Number on of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,	Expiration Date (Month/Day/Year		Underlying S (Instr. 3 and	Securities
				Code V	and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amoun or Number of Shares
Restricted Stock Units	\$ 0 (2)	10/23/2014		M	2,123	10/23/2014(3)	10/23/2015	Common Stock	2,123

Reporting Owners

Departing Owner Name / Address	Relationships
Reporting Owner Name / Address	

Director 10% Owner Officer Other

HICKEY ADAM R 6565 N. MACARTHUR BLVD. SUITE 800 IRVING, TX 75039

VICE PRESIDENT & CONTROLLER

Signatures

1 Title of

By: Danna K Cary For: Adam R.
Hickey
10/24/2014

**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).
- (1) Reflects the transfer of 8,380 shares into a trust on June 25, 2014. The transfer of shares to the trust effected only a change in form of beneficial ownership without changing Mr. Hickey's pecuniary interest in such shares and is, therefore, being voluntarily reported herein.
- (2) Each restricted stock unit represents a contingent right to receive one share of CMC common stock.
- (3) This is the second vest of an award of restricted stock units (RSUs) under the 2006 Long-Term Equity Incentive Plan. The RSUs vest and become payable as follows: (i) one-third of the total RSUs on the first anniversary of the date of grant; (ii) one-third of the total RSUs on

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the second anniversary of the date of grant; and (iii) one-third of the total RSUs on the third anniversary of the date of grant.

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.