

COMMERCIAL METALS CO  
Form 4  
October 26, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
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) (First) (Middle)  
6565 N. MACARTHUR BLVD., SUITE 800  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
10/22/2015

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
VICE PRESIDENT & CONTROLLER

IRVING, TX 75039

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

(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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
|                                 |                                      |  | Code                           | V   | Amount  |  |   |
| Common Stock                    | 10/22/2015                           |  | F                              |   | 878   | D  |   |
|                                 |                                      |  |                                |   | \$ 16.63  |  | 24,611 <sup>(1)</sup>                                 |
| Common Stock                    | 10/23/2015                           |  | F                              |   | 794   | D  |   |
|                                 |                                      |  |                                |   | \$ 16.97  |  | 23,817  |
| Common Stock                    | 10/23/2015                           |  | M                              |   | 2,125   | A  |   |
|                                 |                                      |  |                                |   | \$ 0 <sup>(2)</sup>   |  | 25,942  |
| Common Stock                    |                                      |  |                                |   |   |  | 160   |
|                                 |                                      |  |                                |   |   |  | I   |
|                                 |                                      |  |                                |   |   |  | Custodial Minor                                       |
| Common Stock                    |                                      |  |                                |   |   |  | 12,877  |
|                                 |                                      |  |                                |   |   |  | I   |
|                                 |                                      |  |                                |   |   |  | by Trust  |

Edgar Filing: COMMERCIAL METALS CO - Form 4

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

**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 control number.**

SEC 1474  
(9-02)

**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 (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) |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|
| Restricted Stock Units                     | \$ 0 <sup>(2)</sup>                                    | 10/23/2015                           |  | M                              | 2,125  | 10/23/2015 <sup>(3)</sup> 10/23/2015 <sup>(3)</sup>      | Common Stock 2,125  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| HICKEY ADAM R<br>6565 N. MACARTHUR BLVD.<br>SUITE 800<br>IRVING, TX 75039 |               |           | VICE PRESIDENT<br>& CONTROLLER |       |

## Signatures

By: Danna k. Cary For: Adam R. Hickey 10/26/2015

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 400 shares into a trust on March 11, 2015. 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 final 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

## Edgar Filing: COMMERCIAL METALS CO - Form 4

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.