

COMMERCIAL METALS CO  
Form 8-K  
January 20, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(D)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**  
**Date of report (Date of earliest event reported) January 14, 2015**

**Commercial Metals Company**  
**(Exact Name of Registrant as Specified in Its Charter)**

**Delaware**  
**(State or Other Jurisdiction**  
**of Incorporation)**

**1-4304**  
**(Commission**  
**File Number)**

**75-0725338**  
**(IRS Employer**  
**Identification No.)**

**6565 N. MacArthur Blvd.**

**Irving, Texas**  
**(Address of Principal Executive Offices)**

**75039**  
**(Zip Code)**

**(214) 689-4300**

**(Registrant's Telephone Number, Including Area Code)**

**Not Applicable**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

On January 14, 2015, the following matters were voted upon by the stockholders of Commercial Metals Company (the *Company*) at the Company's Annual Meeting of Stockholders. Items 1, 2 and 3 below were approved by the Company's stockholders, and item 4 below did not receive the requisite number of votes to be approved:

- (1) the election of three persons to serve as directors until the 2018 Annual Meeting of Stockholders and until their successors are elected;
- (2) the ratification of the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the fiscal year ending August 31, 2015;
- (3) the approval, on an advisory, non-binding basis, of the compensation of the Company's named executive officers as disclosed in the Company's proxy statement for the 2015 Annual Meeting; and
- (4) the approval of a stockholder proposal on sustainability reporting.

The following is a summary of the final voting results for each matter presented to the stockholders:

**Election of Directors:**

| Director's Name    | Votes For  | Votes Withheld | Broker Non-Votes |
|--------------------|------------|----------------|------------------|
| Joseph Alvarado    | 85,321,360 | 7,304,675      | 11,970,416       |
| Anthony A. Massaro | 90,612,248 | 2,013,787      | 11,970,416       |
| Joseph Winkler     | 84,422,412 | 8,203,623      | 11,970,416       |

All three directors were elected to serve three-year terms expiring at the 2018 Annual Meeting of Stockholders.

**Ratification of the Appointment of Deloitte & Touche LLP as the Company's Independent Registered Public Accounting Firm:**

| Votes For   | Votes Against | Votes Abstained | Broker Non-Votes |
|-------------|---------------|-----------------|------------------|
| 103,784,007 | 678,482       | 133,962         |                  |

**Approval, on an Advisory Basis, of Executive Compensation:**

| Votes For  | Votes Against | Votes Abstained | Broker Non-Votes |
|------------|---------------|-----------------|------------------|
| 89,320,916 | 3,178,312     | 126,807         | 11,970,416       |

**Approval of a Stockholder Proposal on Sustainability Reporting:**

| Votes For  | Votes Against | Votes Abstained | Broker Non-Votes |
|------------|---------------|-----------------|------------------|
| 34,736,342 | 40,004,210    | 17,885,483      | 11,970,416       |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**COMMERCIAL METALS COMPANY**

Date: January 20, 2015

By: /s/ Paul K. Kirkpatrick  
Name: Paul K. Kirkpatrick  
Title: Vice President, General Counsel and Corporate  
Secretary