

COMMERCIAL METALS CO  
Form 4  
October 26, 2016

**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)  
**10/22/2016**

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

**IRVING, TX 75039**

(City) (State) (Zip)

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

**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 Ownership (Instr. 4) |                       |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|-----------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount                                                                                        | (A) or (D)                                               | Price                             |                       |
| Common Stock                    | 10/22/2016                           |                                                    | F                              |                                                                   | 879                                                                                           | D                                                        | \$ 16.4                           | 27,006 D              |
| Common Stock                    | 10/24/2016                           |                                                    | A                              |                                                                   | 6,661                                                                                         | A                                                        | \$ 0 (1)                          | 33,667 D              |
| Common Stock                    | 10/24/2016                           |                                                    | F                              |                                                                   | 2,488                                                                                         | D                                                        | \$ 16.4                           | 31,179 D              |
| Common Stock                    | 10/24/2016                           |                                                    | A                              |                                                                   | 8,317                                                                                         | A                                                        | \$ 0 (2)                          | 39,496 D              |
| Common Stock                    | 10/13/2016                           |                                                    | G(3)                           | V                                                                 | 20                                                                                            | A                                                        | \$ 0                              | 200 I Custodial Minor |

Edgar Filing: COMMERCIAL METALS CO - Form 4

Common Stock 10/13/2016 G<sup>(3)</sup> V 20 D \$ 0 16,937 I by Trust

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 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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable                                         | Expiration Date                                               | Title                                      | Amount or Number of Shares                                       |

Reporting Owners

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

Signatures

By: Danna K. Cary For: Adam R. Hickey 10/26/2016  
 \*\*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) Represents the settlement of previously reported performance shares granted on October 22, 2013. The performance shares vested above target.
- (2) On October 24, 2016, the reporting person was granted an award of restricted stock units, vesting in three equal annual installments beginning on the first anniversary of the grant date.

## Edgar Filing: COMMERCIAL METALS CO - Form 4

- (3) Represents the transfer of 10 shares each to individual accounts for his son and daughter, in which Mr. Hickey is custodian, under the Uniform Transfer to Minors Act. There are now 110 shares in his son's account and 90 shares in his daughter's account.

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.