#### COMMERCIAL METALS CO

Form 4

October 29, 2014

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

response...

Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* Smith Barbara

(First)

(State)

10/27/2014

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

COMMERCIAL METALS CO [CMC]

(Check all applicable)

6565 N. MACARTHUR

(Middle)

(Zip)

(Month/Day/Year)

3. Date of Earliest Transaction 10/27/2014

Director 10% Owner X\_ Officer (give title Other (specify

below) SVP/ CHIEF FINANCIAL OFFICER

**BLVD., SUITE 800** 

(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 Form filed by More than One Reporting

D

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

**IRVING, TX 75039** 

(City)

Common

Stock

2. Transaction Date 2A. Deemed 1. Title of Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. Transaction(A) or Disposed of Code (D) (Instr. 3, 4 and 5) (Instr. 8)

4. Securities Acquired 5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Ownership Indirect (I) (Instr. 4) (Instr. 4)

or Code V (D) Amount

(1)

Price 29.650

(A)

(Instr. 3 and 4)

Transaction(s)

\$0 116,229 (2)

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

A

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

### Edgar Filing: COMMERCIAL METALS CO - Form 4

Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		Underlying Securities (Instr. 3 and 4)	
					and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shar
Performance Shares	\$ 0 (3)	10/27/2014		A	29,650	(3)	08/31/2017	Common Stock	29,65

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

Smith Barbara

6565 N. MACARTHUR BLVD.

SVP/ CHIEF FINANCIAL OFFICER SUITE 800

IRVING, TX 75039

## **Signatures**

By: Danna K Cary For: Barbara R. 10/29/2014 Smith

> \*\*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).
- An Award of restricted stock units (the "Award") issued under the 2013 Long-Term Equity Incentive Plan. The Award vests and becomes (1) payable as follows: (i) one-third of the Award on the first anniversary of the date of grant; (ii) one-third of the Award on the second anniversary of the date of grant; and (iii) one-third of the Award on the third anniversary of the date of grant.
- (2) Each restricted stock unit represents a contingent right to receive one share of CMC common stock.
- The PSU award will vest at 75% if certain financial criteria are met. The remaining 25% will vest relative to Total Shareholder Return measured over a three-year performance period for the Company against its Performance Peer Group.

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.

Reporting Owners 2