

COMMERCIAL METALS CO

Form 4

December 16, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MILLS RICK J

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)
04/01/2012

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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 <u>(1)</u>	04/01/2012		A		3,331	\$ 13.52	13,331 D
Common Stock <u>(2)</u>	04/25/2012		A		27	\$ 14.57	13,358 D
Common Stock <u>(1)</u>	07/01/2012		A		2,474	\$ 11.62	15,932 D
Common Stock <u>(2)</u>	08/31/2012		A		59	\$ 11.81	16,091 D
Common Stock <u>(1)</u>	10/01/2012		A		2,227	\$ 12.91	18,318 D

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Common Stock <u>(2)</u>	11/30/2012	A	68	A	\$ 14.4	18,386	D
Common Stock <u>(1)</u>	01/02/2013	A	1,954	A	\$ 15.57	23,957	D
Common Stock <u>(2)</u>	01/16/2013	A	80	A	\$ 15.3	24,137	D
Common Stock <u>(3)</u>	01/25/2013	A	6,035	A	\$ 0	30,172	D
Common Stock <u>(1)</u>	04/01/2013	A	2,040	A	\$ 15.32	32,212	D
Common Stock <u>(2)</u>	04/05/2013	A	152	A	\$ 14.41	32,364	D
Common Stock <u>(1)</u>	07/01/2013	A	2,114	A	\$ 14.78	34,478	D
Common Stock <u>(2)</u>	07/05/2013	A	171	A	\$ 14.4	34,649	D
Common Stock <u>(1)</u>	10/01/2013	A	1,871	A	\$ 16.7	36,520	D
Common Stock <u>(2)</u>	11/04/2013	A	147	A	\$ 18.46	36,667	D

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.

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(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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

MILLS RICK J
6565 N. MACARTHUR BLVD. X
SUITE 800
IRVING, TX 75039

Signatures

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 cash retainer deferred into restricted stock units that vest on a 1:1 basis solely in common stock and shall be distributed in a lump sum payment not more than sixty (60) days immediately following termination of service as a Director of the Company ("RSUs").
- (2) Represents dividend equivalents deemed deferred into additional "RSUs".
- (3) Represents grant of "RSUs".

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.