

COMMERCIAL METALS CO
Form 4
October 28, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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 *
HATTEN TERRY P.

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)
10/26/2015

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
VP & CHIEF HUMAN RESOURCES OFF

IRVING, TX 75039

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 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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	10/26/2015		A	18,544	\$ 0 ⁽¹⁾	61,360	D
Common Stock	10/27/2015		F	1,625	\$ 16.37	59,735	D

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

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SEC 1474 (9-02)

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

Table with columns: 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 Owned Beneficially (Instr. 5), 10. Reporting Person's Ownership Percentage (Instr. 5), 11. Date of Reporting Person's Acquisition (Instr. 5), 12. Date of Reporting Person's Disposition (Instr. 5), 13. Date of Reporting Person's Exercise (Instr. 5), 14. Date of Reporting Person's Conversion (Instr. 5), 15. Date of Reporting Person's Expiration (Instr. 5), 16. Date of Reporting Person's Termination (Instr. 5), 17. Date of Reporting Person's Cancellation (Instr. 5), 18. Date of Reporting Person's Other Action (Instr. 5), 19. Date of Reporting Person's Other Action (Instr. 5), 20. Date of Reporting Person's Other Action (Instr. 5), 21. Date of Reporting Person's Other Action (Instr. 5), 22. Date of Reporting Person's Other Action (Instr. 5), 23. Date of Reporting Person's Other Action (Instr. 5), 24. Date of Reporting Person's Other Action (Instr. 5), 25. Date of Reporting Person's Other Action (Instr. 5), 26. Date of Reporting Person's Other Action (Instr. 5), 27. Date of Reporting Person's Other Action (Instr. 5), 28. Date of Reporting Person's Other Action (Instr. 5), 29. Date of Reporting Person's Other Action (Instr. 5), 30. Date of Reporting Person's Other Action (Instr. 5), 31. Date of Reporting Person's Other Action (Instr. 5), 32. Date of Reporting Person's Other Action (Instr. 5), 33. Date of Reporting Person's Other Action (Instr. 5), 34. 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Reporting Owners

Table with columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Entry: HATTEN TERRY P., 6565 N. MACARTHUR BLVD., SUITE 800, IRVING, TX 75039, VP & CHIEF HUMAN RESOURCES OFF.

Signatures

By: Danna K. Cary For: Terry P. Hatten 10/28/2015

**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) On October 26, 2015, 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.

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.