

COMMERCIAL METALS CO  
Form 8-K  
January 17, 2017

**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 11, 2017**

**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 11, 2017, the following matters were voted upon and approved by the stockholders of Commercial Metals Company (the *Company*) at the Company's 2017 Annual Meeting of Stockholders (the *2017 Annual Meeting*).

- (1) the election of four persons to serve as directors until the 2020 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, 2017; and
- (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 2017 Annual Meeting.

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

**Election of Directors:**

| <b>Director's Name</b> | <b>Votes For</b> | <b>Votes Against</b> | <b>Votes Abstained</b> | <b>Broker Non-Votes</b> |
|------------------------|------------------|----------------------|------------------------|-------------------------|
| Vicki L. Avril         | 95,040,683       | 778,867              | 216,779                | 10,248,634              |
| Robert L. Guido        | 95,336,148       | 446,738              | 253,443                | 10,248,634              |
| Sarah E. Raiss         | 95,034,890       | 776,964              | 224,475                | 10,248,634              |
| J. David Smith         | 95,287,278       | 406,577              | 342,474                | 10,248,634              |

All four directors were elected to serve three-year terms expiring at the 2020 Annual Meeting of Stockholders.

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

| <b>Votes For</b> | <b>Votes Against</b> | <b>Votes Abstained</b> | <b>Broker Non-Votes</b> |
|------------------|----------------------|------------------------|-------------------------|
| 105,343,476      | 718,201              | 223,286                |                         |

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

| <b>Votes For</b> | <b>Votes Against</b> | <b>Votes Abstained</b> | <b>Broker Non-Votes</b> |
|------------------|----------------------|------------------------|-------------------------|
| 90,843,355       | 4,897,895            | 295,079                | 10,248,634              |

**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 17, 2017

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