

COMMERCIAL METALS CO

Form 8-K

January 27, 2006

**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 27, 2006  
Commercial Metals Company**

(Exact Name of Registrant as Specified in Its Charter)  
**Delaware**

(State or Other Jurisdiction of Incorporation)

**1-4304**

**75-0725338**

(Commission File Number)

(IRS Employer Identification No.)

**6565 N. MacArthur Blvd.  
Irving, Texas**

**75039**

(Address of Principal Executive Offices)

(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 (*see* General Instruction A.2. below):

- 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))
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**Item 7.01 Regulation FD Disclosure.**

On January 27, 2006, Commercial Metals Company (the Company ) issued a press release announcing that Stanley A. Rabin, the Company's Chairman and Chief Executive Officer entered into a prearranged trading plan in accordance with the guidelines specified by Rule 10b5-1 of the Securities Exchange Act of 1934, as amended (the Exchange Act ). Rule 10b5-1 permits officers and directors of public companies to enter into predetermined plans for selling specified amounts of stock. The plans may be entered into only when the director or officer is not in possession of material non-public information. Mr. Rabin's plan provides for the sale of up to 180,000 shares of the Company's common stock over the course of the next three years.

A copy of the press release is attached to this Form 8-K as Exhibit 99.1 and is incorporated herein by reference. The information in this Form 8-K, including Exhibit 99.1, shall not be deemed filed for purposes of Section 18 of the Exchange Act, and is not incorporated by reference into any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

The following exhibit is furnished with this Form 8-K.

99.1 Press Release, dated January 27, 2006.

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**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 27, 2006

By: /s/ William B. Larson

Name: William B. Larson

Title: Vice President and Chief Financial  
Officer

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**EXHIBIT INDEX**

| <u>Exhibit No.</u> | <u>Description of Exhibit</u>         |
|--------------------|---------------------------------------|
| 99.1               | Press Release dated January 27, 2006. |