

NUCOR CORP
Form 4
March 16, 2017

FORM 4

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

OMB APPROVAL

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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 *
Frias James D

(Last) (First) (Middle)
1915 REXFORD ROAD
(Street)

CHARLOTTE, NC 28211

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NUCOR CORP [NUE]

3. Date of Earliest Transaction (Month/Day/Year)
03/15/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
CFO, Treasurer and EVP

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock ⁽¹⁾	03/15/2017		M		10,000	A	\$ 35.76
Common Stock	03/15/2017		S		10,000	D	\$ 63
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Common Stock	03/15/2017	S	10,000	D	\$ 63	164,036.54	D
Common Stock	03/15/2017	M	10,000	A	\$ 35.76	174,036.54	D
Common Stock	03/15/2017	S	10,000	D	\$ 62	164,036.54	D
Common Stock	03/15/2017	M	10,000	A	\$ 35.76	174,036.54	D
Common Stock	03/15/2017	S	10,000	D	\$ 62	164,036.54	D
Common Stock	03/15/2017	M	2,631	A	\$ 35.76	166,667.54	D
Common Stock	03/15/2017	S	2,631	D	\$ 62	164,036.54	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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option <u>(2)</u>	\$ 35.76	03/15/2017		M	10,000	06/01/2015	05/31/2022	Common Stock	10,000
Stock Option <u>(2)</u>	\$ 35.76	03/15/2017		M	10,000	06/01/2015	05/31/2022	Common Stock	10,000
Stock Option <u>(2)</u>	\$ 35.76	03/15/2017		M	10,000	06/01/2015	05/31/2022	Common Stock	10,000
Stock Option	\$ 35.76	03/15/2017		M	10,000	06/01/2015	05/31/2022	Common Stock	10,000

<u>(2)</u>										
Stock										
Option	\$ 35.76	03/15/2017		M	10,000	06/01/2015	05/31/2022	Common Stock	10,000	
<u>(2)</u>										
Stock										
Option	\$ 35.76	03/15/2017		M	2,631	06/01/2015	05/31/2022	Common Stock	2,631	
<u>(2)</u>										

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Frias James D 1915 REXFORD ROAD CHARLOTTE, NC 28211			CFO, Treasurer and EVP	

Signatures

/s/ Kelly J. Wilmoth, attorney-in-fact for Mr.
Frias

03/16/2017

**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) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 7, 2017.
- (2) Employee Stock Option (right to buy)

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.