

Chaparral Steel CO
Form 4
August 02, 2005

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
CLARIOND EUGENIO

(Last) (First) (Middle)

**BATALLON SAN PATRICIO
#111, PISO 26, VALLE OTE**

(Street)

**GARZA GARCIA, NUEVO
LEON, 05 66269**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Chaparral Steel CO [CHAP]

3. Date of Earliest Transaction
(Month/Day/Year)
07/29/2005

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)

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	(D)	Price

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.**

SEC 1474
(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
---------------------------------------	---------------------------------	---	---	---------------------------	--	--	---

Edgar Filing: Chaparral Steel CO - Form 4

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Option (right to purchase)	\$ 5.97	07/29/2005	A		12,004		<u>(1)</u>	10/15/2012	Common Stock	12,004
Phantom Stock	<u>(2)</u>	07/29/2005	A <u>(3)</u>		33,187.28		<u>(3)</u>	<u>(3)</u>	Common Stock	33,187.28

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CLARIOND EUGENIO BATALLON SAN PATRICIO #111 PISO 26, VALLE OTE GARZA GARCIA, NUEVO LEON, 05 66269	X			

Signatures

/s/ Robert E. Crawford, Jr. as attorney-in-fact for Eugenio Clariond

08/02/2005

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).

This option was granted in connection with the spin-off of Chaparral Steel Company from Texas Industries, Inc. (TXI) as a substitute for

- (1) unvested TXI options owned by the reporting person prior to the spin-off. The option becomes exercisable in three annual installments beginning on October 15, 2005, in the amounts of 4,002; 4,001 and 4,001 shares for each respective year.

- (2) These phantom stock units convert to shares of common stock on a one-for-one basis.

These phantom stock units were credited to the reporting person's Chaparral Steel Company deferred compensation account in connection with the spin-off of Chaparral from Texas Industries, Inc. (TXI) as a substitute for the TXI phantom stock held by the reporting person.

- (3) The amount of phantom stock units credited is related to the number of phantom stock units of TXI allocated to the reporting person's TXI deferred compensation account prior to the spin-off. These phantom stock units were credited to the reporting person's Chaparral Steel Company account on July 29, 2005. The phantom stock units are to be settled 30 days after the reporting person ceases to be a member of the Board of Directors.

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.