

BRUDER ANN J.
Form 3
September 01, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â BRUDER ANN J.		(Month/Day/Year)	COMMERCIAL METALS CO [CMC]	
(Last)	(First)	(Middle)	09/01/2009	
6565 N. MACARTHUR BLVD.,Â SUITE 800			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
IRVING,Â TXÂ 75039			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			VP, Gnrl Cnsl & Corp. Secy	<input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	2,200	D	Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Title			

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		Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Performance Shares	Â (1)	05/19/2012	Common Stock	18,000	\$ (1)	D	Â
Stock Appreciation Rights	05/20/2009(2)	05/20/2015	Common Stock	13,000	\$ 35.38	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRUDER ANN J. 6565 N. MACARTHUR BLVD. SUITE 800 IRVING, TX 75039	Â	Â	Â VP, Gnrl Cnsl & Corp. Secy	Â

Signatures

By: Rebecca N. Heffington For: Ann J. Bruder 09/01/2009

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Each performance share is a restricted stock unit which represents a contingent right to receive one share of CMC common stock. The units vest upon CMC's common stock achieving a market price of either (i) \$24 per share for twenty consecutive trading days prior to May 19, 2012, and total shareholder return at or above the 80th percentile of peer group for period ending with month of December, 2011 compared to December, 2008 or (ii) \$30 per share for twenty consecutive trading days prior to May 19, 2012, and total shareholder return at or above the 50th percentile of peer group for period ending with month of December, 2011 compared to December, 2008.
- (2) Award of restricted stock under 2006 Long-Term Equity Incentive Plan. Restrictions lapse as to one-third of the shares after one year, one-third after second year and as to remainder after three years.

Â

Remarks:

Each performance share is a restricted stock unit which represents a contingent right to receive one share of CMC common stock.

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.