COMMERCIAL METALS CO

Form 4 April 18, 2008

FORM 4

Check this box

if no longer

Section 16.

Form 4 or

obligations

Form 5

subject to

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **FELDMAN MOSES**

2. Issuer Name and Ticker or Trading

Symbol

COMMERCIAL METALS CO

[CMC]

(Last) (First) (Middle) 3. Date of Earliest Transaction

> (Month/Day/Year) 04/16/2008

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB

Number:

Expires:

response...

Estimated average

burden hours per

OMB APPROVAL

3235-0287

January 31,

2005

0.5

_X__ Director 10% Owner _Other (specify Officer (give title

below)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

LAFAYETTE HILL, PA 19444

841 ANDORRA ROAD

(City)	(State)	(Zip) Tab	ole I - Non-	Derivativ	e Secu	ırities Acqı	uired, Disposed	of, or Benefici	ally 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 Acq or(A) or Disposed of (Instr. 3, 4 and 5) (A) or Amount (D)		d of (D)	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)
Common Stock	04/16/2008		S		D		158,466	D	
Common Stock	04/16/2008		S	66	D	\$ 31.462	158,400	D	
Common Stock	04/16/2008		S	3,300	D	\$ 31.47	155,100	D	
Common Stock	04/16/2008		S	100	D	\$ 31.475	155,000	D	
Common Stock	04/16/2008		S	6,400	D	\$ 31.43	148,600	D	

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Common Stock	04/16/2008	S	5,000	D	\$ 31.4	143,600	D	
Common Stock	04/16/2008	S	1,400	D	\$ 31.412	142,200	D	
Common Stock	04/16/2008	S	1,400	D	\$ 31.42	140,800	D	
Common Stock	04/16/2008	S	200	D	\$ 31.44	140,600	D	
Common Stock	04/16/2008	S	500	D	\$ 31.46	140,100	D	
Common Stock	04/16/2008	S	100	D	\$ 31.47	140,000	D	
Common Stock	04/16/2008	S	5,000	D	\$ 31.39	135,000	D	
Common Stock	04/17/2008	S	301	D	\$ 31.17	21,841	I	by Partnership
Common Stock	04/17/2008	S	50	D	\$ 31.15	21,791	I	by Partnership
Common Stock	04/17/2008	S	1,113	D	\$ 31.14	20,678	I	by Partnership
Common Stock	04/17/2008	S	602	D	\$ 31.122	20,076	I	by Partnership
Common Stock	04/18/2008	S	2,510	D	\$ 31.5	17,566	I	by Partnership
Common Stock	04/18/2008	S	2,509	D	\$ 31.5	15,057	I	by Partnership (1)
Common Stock						779	I	by Spouse
Common Stock						250,000	I	by Trust

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

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui

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Trans (Insti

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8	3)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Secur (Instr	ities . 3 and 4)	(Instr. 5)	
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
FELDMAN MOSES								
841 ANDORRA ROAD	X							
LAFAYETTE HILL, PA 19444								

Signatures

By: David M. Sudbury For: MOSES FELDMAN 04/18/2008

**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).

The shares shown as indirect holdings by partnership reflect a correction from previously reported amount. Moses Feldman owns a 45.15% interest in the partnership and spouse owns a 5.04% partnership interest for a combined partnership interest of 50.19% included in the Reporting Person's indirect holdings by partnership.

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.

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