

COMMERCIAL METALS CO  
Form 4  
April 18, 2008

**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 \*  
FELDMAN MOSES

2. Issuer Name and Ticker or Trading Symbol  
COMMERCIAL METALS CO  
[CMC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
04/16/2008

Director  10% Owner  
 Officer (give title below)  Other (specify below)

841 ANDORRA ROAD

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

LAFAYETTE HILL, PA 19444

(City) (State) (Zip)

**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 or Price   |  |   |
| Common Stock                    | 04/16/2008                           |  | S                              |   | 1,534 D \$ 31.46  | 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<br><u>(1)</u> |
| 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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(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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying | 8. Price of Derivative Security | 9. Number of Derivative Securities |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|------------------------------------|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------|--|-----------------------------------|---------------------------------|------------------------------------|

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| (Instr. 3) | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | Securities<br>(Instr. 3 and 4) | (Instr. 5) | Bene-<br>Own-<br>Follo-<br>Repo-<br>Trans-<br>(Instr. |                    |       |  |
|------------|------------------------------------|------------------|------------|---|--------------------------------|------------|---|--------------------|-------|--|
|            |                                    |                  |            | Code V  | (A)                            | (D)        | Date<br>Exercisable                                   | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |

## Reporting Owners

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

## 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  
 (1) 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.