

FEDERLE LOUIS A

Form 4

April 17, 2012

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
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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 *
FEDERLE LOUIS A2. 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)
6565 N. MACARTHUR
BLVD., SUITE 8003. Date of Earliest Transaction
(Month/Day/Year)
03/30/2012____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)
Vice President and Treasurer(Street)
IRVING, TX 750394. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	03/30/2012		M		5,000	A \$ 14.82	153,823	D	
Common Stock	03/30/2012		M		5,000	A \$ 14.82	158,823	D	
Common Stock	03/30/2012		M		271	A \$ 14.82	159,094	D	
Common Stock	03/30/2012		M		504	A \$ 14.82	159,598	D	
Common Stock	03/30/2012		D		1,323	D \$ 14.82	158,275	D	

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Common Stock	03/30/2012	D	134	D	\$ 14.82	158,141	D	
Common Stock	03/30/2012	D	72	D	\$ 14.82	158,069	D	
Common Stock	03/30/2012	D	1,323	D	\$ 14.82	156,746	D	
Common Stock						1,000	I	by Son

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
Restricted Stock Units	\$ 0	03/30/2012		M	271	03/30/2012 11/23/2014	Common Stock 271
Restricted Stock Units	\$ 0	03/30/2012		M	504	03/30/2012 11/23/2014	Common Stock 504
Restricted Stock Units	(2)	03/30/2012		M	5,000	03/30/2012 06/03/2014	Common Stock 5,000
Restricted Stock Units	(2)	03/30/2012		M	5,000	03/30/2012 06/03/2014	Common Stock 5,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer

Other

FEDERLE LOUIS A
6565 N. MACARTHUR BLVD.
SUITE 800
IRVING, TX 75039

Vice President and Treasurer

Signatures

Louis A. Federle 04/17/2012

__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) This award was accelerated at retirement and prorated as of the exit date. These shares were forfeited.
- (2) Conversion Price or Exercise Price of Derivative Security is zero.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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