

FEDERLE LOUIS A  
Form 4  
April 17, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
FEDERLE LOUIS A

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

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)  
  
\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Vice President and Treasurer

(Last) (First) (Middle)  
  
6565 N. MACARTHUR BLVD., SUITE 800  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/30/2012

IRVING, TX 75039  
  
(City) (State) (Zip)

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

**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)
				(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.

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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 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)	Amount or Number of Shares	
				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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