

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 *

Â BRUDER ANN J.

(Last) (First) (Middle)

6565 N. MACARTHUR
BLVD.,Â SUITE 800

(Street)

IRVING,Â TXÂ 75039

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

09/01/2009

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner

☒ Officer ____ Other

(give title below) (specify below)

VP, Gnrl Cnsl & Corp. Secy

5. 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 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)

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.

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)

Date Exercisable

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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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,Â TXÂ 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.

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Remarks:

EachÂ performanceÂ shareÂ isÂ aÂ restrictedÂ stockÂ unitÂ whichÂ representsÂ aÂ contingentÂ rightÂ toÂ receiveÂ one.

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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