

RINN RUSSELL B
 Form 4
 May 27, 2009

FORM 4

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

OMB APPROVAL

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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 *
 RINN RUSSELL B

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)
 6565 N. MACARTHUR
 BLVD., SUITE 800
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 05/23/2009

____ Director ____ 10% Owner
 Officer (give title below) Other (specify below)
 EVP CMC & Pres. CMC Americas / EVP CMC & Pres. CMC Americas

IRVING, TX 75039

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

(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 Ownership (Instr. 4)
Common Stock	05/23/2009		D	V Amount (D) Price \$ 529 16.5	124,709	D	
Common Stock					40,000	I	by Partnership

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

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