

COMMERCIAL METALS CO

Form 4

November 13, 2008

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
LOEWENBERG RALPH E

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)
LOEWENBERG CAPITAL
MANAGEMENT CORP., 430
PARK AVENUE, SUITE 1402

3. Date of Earliest Transaction
(Month/Day/Year)
11/12/2008

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

(Street)
NEW YORK, NY 10022

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 Beneficial Ownership (Instr. 4)
Common Stock	11/12/2008		P	31,677 A	\$ 10.01 77,677	D	
Common Stock	11/12/2008		P	23,470 A	\$ 10 101,147	D	
Common Stock	11/12/2008		P	13,000 A	\$ 10.05 114,147	D	
Common Stock	11/12/2008		P	5,500 A	\$ 10.02 119,647	D	
	11/12/2008		P	4,500 A	124,147	D	

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Common Stock						\$ 10.035		
Common Stock	11/12/2008	P	4,400	A	\$ 10.005	128,547	D	
Common Stock	11/12/2008	P	4,000	A	\$ 9.99	132,547	D	
Common Stock	11/12/2008	P	2,900	A	\$ 10.03	135,447	D	
Common Stock	11/12/2008	P	2,800	A	\$ 9.995	138,247	D	
Common Stock	11/12/2008	P	2,100	A	\$ 10.015	140,347	D	
Common Stock	11/12/2008	P	1,953	A	\$ 9.98	142,300	D	
Common Stock	11/12/2008	P	1,100	A	\$ 9.97	143,400	D	
Common Stock	11/12/2008	P	1,100	A	\$ 9.975	144,500	D	
Common Stock	11/12/2008	P	800	A	\$ 10.025	145,300	D	
Common Stock	11/12/2008	P	400	A	\$ 10.04	145,700	D	
Common Stock	11/12/2008	P	100	A	\$ 9.991	145,800	D	
Common Stock	11/12/2008	P	100	A	\$ 9.985	145,900	D	
Common Stock	11/12/2008	P	100	A	\$ 10.001	146,000	D	

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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report
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Disposed
of (D)
(Instr. 3,
4, and 5)

Trans
(Instr

Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director	10% Owner	Officer	Other
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LOEWENBERG RALPH E
LOEWENBERG CAPITAL MANAGEMENT CORP.
430 PARK AVENUE, SUITE 1402
NEW YORK, NY 10022

X

Signatures

Ralph E.
Loewenberg 11/13/2008

__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).

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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