

NUCOR CORP
Form 4
August 21, 2006

FORM 4

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

OMB APPROVAL

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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 *
HAYNES VICTORIA F

2. Issuer Name and Ticker or Trading Symbol
NUCOR CORP [NUE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2100 REXFORD ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/17/2006

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

CHARLOTTE, NC 28211-

(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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	08/17/2006	08/17/2006	M		5,580	A	\$ 10.4175	10,387	D
Common Stock	08/17/2006	08/17/2006	M		1,800	A	\$ 11.1	12,187	D
Common Stock	08/17/2006	08/17/2006	M		1,632	A	\$ 12.2375	13,819	D
Common Stock	08/17/2006	08/17/2006	M		1,632	A	\$ 12.2475	15,451	D
Common Stock	08/17/2006	08/17/2006	M		1,396	A	\$ 14.3125	16,847	D
	08/17/2006	08/17/2006	S		5,580	D		11,267	D

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Common Stock						\$ 50.8012		
Common Stock	08/17/2006	08/17/2006	S	1,632	D	\$ 50.8248	9,635	D
Common Stock	08/17/2006	08/17/2006	S	1,396	D	\$ 50.8632	8,239	D

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

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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 (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)	8. Amount or Number of Shares
Stock Option	\$ 10.4175	08/17/2006	08/17/2006	M	5,580	09/01/2003 02/28/2010	Common Stock	5,580
Stock Option	\$ 11.1	08/17/2006	08/17/2006	M	1,800	09/01/2001 02/29/2008	Common Stock	1,800
Stock Option	\$ 12.2375	08/17/2006	08/17/2006	M	1,632	03/01/2002 08/31/2008	Common Stock	1,632
Stock Option	\$ 12.2475	08/17/2006	08/17/2006	M	1,632	03/01/2003 08/31/2009	Common Stock	1,632
Stock Option	\$ 14.3125	08/17/2006	08/17/2006	M	1,396	09/01/2002 02/28/2009	Common Stock	1,396

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HAYNES VICTORIA F 2100 REXFORD ROAD	X			

CHARLOTTE, NC 28211-

Signatures

Kelly Wilmoth -
Attorney-in-fact

08/21/2006

__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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