

ASTEC INDUSTRIES INC
Form 4
August 14, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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 *
SMITH W NORMAN

(Last) (First) (Middle)
7013 SNOW HILL RD
(Street)

CHATTANOOGA, TN 37363

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ASTEC INDUSTRIES INC [ASTE]

3. Date of Earliest Transaction
(Month/Day/Year)
08/14/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Group VP-Asphalt

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock					49,614	I	W.N. Smith Living Trust
Common Stock	08/14/2007		M	5,754 A \$ 17.375	8,854	D	
Common Stock	08/14/2007		M	3,379 A \$ 29.594	12,233	D	
Common Stock	08/14/2007		M	3,921 A \$ 25.5	16,154	D	
	08/14/2007		M	7,710 A	23,864	D	

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Common Stock						\$ 12.969		
Common Stock	08/14/2007		M	6,896	A	\$ 14.5	30,760	D
Common Stock	08/14/2007		M	5,146	A	\$ 19.43	35,906	D
Common Stock							40,000	I
								Merle Smith Rev Living Trust

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Phantom Stock	(1)					(1) (1)	Common Stock 14,256.3
Stock Options	\$ 17.375	08/14/2007		M	5,754	06/25/1999 06/25/2008	Common Stock 5,754
Stock Options	\$ 29.594	08/14/2007		M	3,379	03/08/2000 03/08/2009	Common Stock 3,379
Stock Option	\$ 25.5	08/14/2007		M	3,921	03/05/2001 03/05/2010	Common Stock 3,921
Stock Options	\$ 12.969	08/14/2007		M	7,710	01/01/2002 01/01/2011	Common Stock 7,710
Stock Options	\$ 14.5	08/14/2007		M	6,896	01/01/2003 01/01/2012	Common Stock 6,896
Common Stock	\$ 19.43	08/14/2007		M	5,146	03/03/2006 03/03/2015	Common Stock 5,146

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH W NORMAN 7013 SNOW HILL RD CHATTANOOGA, TN 37363	X		Group VP-Asphalt	

Signatures

Robert Taylor, attorney in fact for W. Norman Smith
08/14/2007

__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) Phantom shares are held in a SERP and are payable in cash following the reporting person's termination of employment from Astec.

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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