ASTEC INDUSTRIES INC

Form 4

January 11, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

January 31, Expires:

OMB APPROVAL

2005

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Check this box

obligations may continue. See Instruction

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

1(b). (Print or Type Responses)

1. Name and Address of Reporting Person
Odgers Alan W

5. Relationship of Reporting Person(s) to Issuer

Symbol

(Middle)

ASTEC INDUSTRIES INC [ASTE]

2. Issuer Name and Ticker or Trading

(Check all applicable)

(First) (Last)

3. Date of Earliest Transaction

Director

10% Owner Other (specify

1725 SHEPHERD RD

(Month/Day/Year) 01/10/2008

X_ Officer (give title below)

below)

President-Astec Underground 6. Individual or Joint/Group Filing(Check

(Street)

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

(Instr. 8)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

D

I

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

CHATTANOOGA, TN 37421

(City) (State) (Zip) 1.Title of 2. Transaction Date 2A. Deemed Security

3. 4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially (D) or Owned Following (Instr. 4) Reported

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Indirect (I) Ownership (Instr. 4)

(A)

Transaction(s) or (Instr. 3 and 4)

Code V Amount (D) Price

(Instr. 3, 4 and 5)

Common Stock

(Instr. 3)

600

by 401(k)

Common Stock

95.5505 (1)

Plan

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

(Month/Day/Year)

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SEC 1474 (9-02)

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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. Transactio Code (Instr. 8)	5. Number of orDerivative 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)		8. P Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options	<u>(2)</u>					(2)	(2)	Common Stock	1,000	
Phantom Stock	<u>(3)</u>	01/10/2008		A	28.331	(3)	(3)	Common Stock	28.331	28

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Odgers Alan W

1725 SHEPHERD RD President-Astec Underground

CHATTANOOGA, TN 37421

Signatures

Robert Taylor, attorney in fact for Alan
Odgers
01/11/2008

**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).
- (1) Outstanding shares held in reporting person's 401(k) account are based upon a plan statement dated 1/11/08.
- (2) Option prices and dates have been previously reported for stock options currently outstanding.
- (3) Reported transaction is Astec's quarterly contribution to reporting person's SERP account that was used to purchase Astec stock. 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2