ASTEC INDUSTRIES INC

Form 4

January 10, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

Number: 3235-0287

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Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIES

14 or

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

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).

Stock

Stock

Common

(Print or Type Responses)

1. Name and Address of Reporting Person * Haven Matthew B		Symbol	2. Issuer Name and Ticker or Trading Symbol ASTEC INDUSTRIES INC [ASTE]			5. Relationship of Reporting Person(s) to Issuer			
(Last) 10910 N INI	(First) (M	Gliddle) 3. Date of (Month/l	3. Date of Earliest Transaction (Month/Day/Year) 01/09/2014			(Check all applicable) Director 10% Owner _X Officer (give title Other (specify below) President-Telsmith			
MEQUON,		4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State)	(Zip) Tab	le I - Non-D	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code	4. SecurionAcquired Disposed (Instr. 3,	l (A) o l of (D)	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							3,500 (1)	D	
Common							803.7868 <u>(2)</u>	I	by 401K

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

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Plan

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number.

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. Transactic Code (Instr. 8)	orDerivative Securities		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 Shares	<u>(3)</u>	01/09/2014	(3)	A	12.5455 (3)		(3)	<u>(3)</u>	Common Stock	12.5455 (3)	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Haven Matthew B							

Haven Matthew B 10910 N INDUSTRAIL DRIVE MEQUON, WI 53092

President-Telsmith

Signatures

Robert Taylor, attorney in fact for Matthew B.
Haven

01/10/2014

**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) Reflects restricted stock units (RSUs) that convert to common stock on a one-for-one basis at a later date.
- (2) Shares held in the reporting person's 401k plan are based upon a plan statement dated January 10, 2014.
- .Reported transaction represents the Company's quarterly contribution to reporting person's SERP account that was used to acquire Astec stock. Phantom shares are held in a SERP and are payable in cash following the reporting person's termination of employment with 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.

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