ASTEC INDUSTRIES INC

Form 4 April 24, 2007

FORM 4

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

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

2. Issuer Name and Ticker or Trading

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person *

SMITH W N	NORMAN	Symbol	INDUSTRIES INC	Ü	Issuer	eck all applicable	.,
(Last) 7013 SNOW		3. Date of (Month/D 04/20/20			_X_ Director _X_ Officer (girlbelow)	109	6 Owner er (specify
OOLTEWA	(Street) H, TN 37363		ndment, Date Original th/Day/Year)		6. Individual or Applicable Line) _X_ Form filed by Form filed by Person	•	erson
(City)	(State)	Zip) Table	e I - Non-Derivative Sec	curities 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)		A) or 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)	Indirect Beneficial Ownership (Instr. 4)
Common Stock					60,000	I	Merle Smith Rev Living Trust
Common Stock					99,614	I	W. N. Smith Living Trust
Common					3,100	D	

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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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (Instr. 3, 4, and 5)))	6. Date Exerc Expiration D (Month/Day/	ate	7. Title and A Underlying S (Instr. 3 and	ecurities
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	<u>(1)</u>						<u>(1)</u>	<u>(1)</u>	Common Stock	251,593
Phantom Shares	(2)	04/20/2007		A	410.7596		(2)	(2)	Common Stock	410.7596

Reporting Owners

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

Signatures

Robert Taylor, attorney in fact for W. Norman 04/24/2007 Smith

**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) Option dates and prices have been previously reported for stock options currently outstanding.
- (2) Reported transaction represents Astec's quarterly contribution to reporting person's SERP account that was used to purchase Astec stock. Phantom stock is held in a SERP and is 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.

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