

ASTEC INDUSTRIES INC
Form 4
November 16, 2009

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 *
FRIERSON DANIEL K

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
104 NOWLIN LANE, SUITE 101
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/16/2009

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

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

CHATTANOOGA, TN 37421

(City) (State) (Zip)

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	11/16/2009		M		256	A	\$ 24.063	4,378	D	
Common Stock	11/16/2009		M		237	A	\$ 25.5	4,615	D	
Common Stock	11/16/2009		M		243	A	\$ 24.875	4,858	D	
Common Stock	11/16/2009		M		246	A	\$ 17.29	5,104	D	
Common Stock	11/16/2009		M		229	A	\$ 18.579	5,333	D	
	11/16/2009		S		1,211	D		4,122	D	

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Common Stock \$ 26.2103
 Common Stock 3,918 ⁽¹⁾ D

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

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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. 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)	8. Amount or Number of Shares
Stock Options	\$ 24.063	11/16/2009		M	256	12/09/2000 12/09/2009	Common Stock	256
Stock Options	\$ 25.5	11/16/2009		M	237	03/06/2001 03/06/2010	Common Stock	237
Stock Options	\$ 24.875	11/16/2009		M	243	04/25/2001 04/25/2010	Common Stock	243
Stock Options	\$ 17.29	11/16/2009		M	246	03/13/2003 03/13/2012	Common Stock	246
Stock Options	\$ 18.579	11/16/2009		M	229	04/25/2003 04/25/2012	Common Stock	229
Stock Options	\$ 17.75					04/28/2005 04/28/2014	Common Stock	630
Common Stock	\$ 17.03					08/02/2005 08/02/2014	Common Stock	657

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

FRIERSON DANIEL K
104 NOWLIN LANE
SUITE 101
CHATTANOOGA, TN 37421

X

Signatures

Robert Taylor, attorney in fact for Daniel K.

Frierson

11/16/2009

__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).

The securities consist of deferred stock units (DSU's) acquired under the issuer's 1998 Non-Employee Directors Incentive Plan. The

- (1) DSU's convert on a one-for-one basis into shares of the Issuer's common stock subsequent to the reporting person's termination of services as a director.

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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