

PATEK RICHARD A  
Form 4  
May 28, 2009

**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 \*  
PATEK RICHARD A

(Last) (First) (Middle)  
1725 SHEPHERD RD  
(Street)  
CHATTANOOGA, TN 37421

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

3. Date of Earliest Transaction (Month/Day/Year)  
05/27/2009

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)  
Pres-Telsmith & Grp VP Agg

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    |                                      |  |                                | (A) or (D)  | Price   |  |   |
| Common Stock                    |                                      |  |                                | Code V  | Amount  |  |   |
| Common Stock                    | 05/27/2009                           |  | M                              | 10,000  | A \$ 25.5   | 10,000   | D   |
| Common Stock                    | 05/27/2009                           |  | S                              | 10,000  | D \$ 29.7846  | 0  | D   |
|                                 |                                      |  |                                |   |   | 825.1206 <sup>(3)</sup>                                  | I by 401(k) Plan                                      |
|                                 |                                      |  |                                |   |   | 4,500 <sup>(2)</sup>                                     | D   |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 of Number of Shares                              |
| Phantom Stock                              | (1)  |                                      |  |                                |   | (1) (1)  | Common Stock 11,358.7   |
| Stock Options                              | \$ 25.5  | 05/27/2009                           |  | M                              | 10,000  | 03/05/2001 03/05/2010                                    | Common Stock 10,000   |
| Stock Options                              | \$ 12.969  |                                      |  |                                |   | 01/01/2002 01/01/2011                                    | Common Stock 18,500   |
| Stock Options                              | \$ 14.5  |                                      |  |                                |   | 01/01/2003 01/01/2012                                    | Common Stock 14,650   |
| Stock Options                              | \$ 19.43   |                                      |  |                                |   | 03/06/2006 03/06/2015                                    | Common Stock 10,000   |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| PATEK RICHARD A<br>1725 SHEPHERD RD<br>CHATTANOOGA, TN 37421 |               |           | Pres-TelSmith & Grp VP Agg |       |

## Signatures

Robert Taylor, attorney in fact for Richard A. Patek  
Date: 05/28/2009

\*\*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).
- (1) Phantom shares are held in a SERP and are payable in cash following the reporting person's termination of employment from Astec.

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- (2) Restricted Stock Units convert into common stock on a one-for-one basis at a later date.
- (3) Shares held in the reporting person's 401k account are based upon a Plan statement dated April 14, 2009.

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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