RICHMOND JEFFREY L

Form 4

February 28, 2012

FORM 4

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

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

2005

0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires:

Estimated average

burden hours per

response...

subject to Section 16. Form 4 or Form 5 obligations

if no longer

Check this box

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 may continue.

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and A RICHMONI	Symbol					5. Relationship of Reporting Person(s) to Issuer				
		ASTEC INDUSTRIES INC [ASTE]				(Check all applicable)				
(Last)	(First) (M	iddle) 3. Date of	3. Date of Earliest Transaction							
	(Month/D	(Month/Day/Year)				Director		6 Owner		
1725 SHEPI	02/28/20	02/28/2012				X Officer (give title Other (specify below)				
							President-Roadtec			
	(Street)	4. If Ame	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
		Filed(Mon	Filed(Month/Day/Year)				Applicable Line)			
							X Form filed by			
CHATTAN	[Form filed by More than One Reporting Person				
(City)	(State)	Zip) Table	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of	
Security	Execution Date, if	on Date, if TransactionAcquired (A) or			Securities Form: Direct Indirect					
(Instr. 3) any		any	Code	Code Disposed of (D)			Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	Day/Year) (Instr. 8) (Instr. 3, 4 and 5)		Owned	Indirect (I)	Ownership			
							Following	(Instr. 4)	(Instr. 4)	
					(A)		Reported			
					or		Transaction(s) (Instr. 3 and 4)			
			Code V	Amount	(D)	Price	(1115ti. 3 and 4)			
Common Stock	02/28/2012		A	1,500 (1)	A	\$0	13,662 (1)	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and		7. Title and Amount of		8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	Expiration Date		Underlying Securities	
Security	or Exercise	•		of	(Month/Day	/Year)	(Instr. 3 and	Secu (Inst		
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative					
	Derivative				Securities					
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock	<u>(2)</u>					(2)	<u>(2)</u>	Common Stock	1,100.0458	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

RICHMOND JEFFREY L 1725 SHEPHERD RD CHATTANOOGA, TN 37421

President-Roadtec

Signatures

Robert Taylor, attorney in fact for Jeffrey L. Richmond

02/28/2012

**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) Reported transaction is a grant of restricted stock units earned under the Company's 2011 Stock Incentive Plan for 2011 performance. Total reported holdings are restricted stock units that convert to common stock on a one-for-one basis at a later date.
- (2) 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.

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