

ASTEC INDUSTRIES INC
Form 4
August 03, 2005

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 *
BROCK J DON

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)

3. Date of Earliest Transaction (Month/Day/Year)
08/01/2005

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

President & CEO

4101 JEROME AVE

(Street)

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 37407

(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	(D)	Price
Common Stock	08/01/2005	08/01/2005	M		54,768	A	\$ 17.375
					2,412,542	D	
Common Stock					264,708	I	

Wife, Sammy W. Brock shares
Mother's shares over which Mr. Brock has POA

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Common Stock								
Common Stock	08/01/2005	08/01/2005	S	54,768	D	\$ 29.0122	2,357,774	D
Common Stock	08/01/2005	08/01/2005	M	7,000	A	\$ 14.27	2,364,774	D
Common Stock	08/01/2005	08/01/2005	S	7,000	D	\$ 29.0038	2,357,774	D
Common Stock	08/02/2005	08/02/2005	M	7	A	\$ 14.27	2,357,781	D
Common Stock	08/02/2005	08/02/2005	S	7	D	\$ 29.0129	2,357,774	D
Common Stock	08/02/2005	08/02/2005	M	13,993	A	\$ 12.969	2,371,767	D
Common Stock	08/02/2005	08/02/2005	S	13,993	D	\$ 29.0119	2,357,774	D

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

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(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
Common Stock	(1)					(1) (1)	Common Stock 25,605.
Stock Option	\$ 17.375	08/01/2005	08/01/2005	M	54,768	06/25/1999 06/25/2008	Common Stock 54,768
Stock Option	\$ 14.27	08/01/2005	08/01/2005	M	7,000	01/01/2002 01/01/2006	Common Stock 7,000
Stock Option	\$ 14.27	08/02/2005	08/02/2005	M	7	01/01/2002 01/01/2006	Common Stock 7
	\$ 12.969	08/02/2005	08/02/2005	M	13,993	01/01/2002 01/01/2011	13,993

Stock
Option

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BROCK J DON 4101 JEROME AVE CHATTANOOGA, TN 37407	X	X	President & CEO	

Signatures

/s/ F. McKamy Hall, attorney in fact for J D
Brock

08/02/2005

__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) These phantom shares are payable in cash following the reporting persons termination of employment.

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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