

ASTEC INDUSTRIES INC
Form 4
May 09, 2006

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 *
HALL F MCKAMY

(Last) (First) (Middle)

1725 SHEPHERD RD

(Street)

CHATTANOOGA, TN 37421

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/05/2006

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)
VP & CFO

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)
			Code	V Amount (D) Price			
Common Stock					3,404	I	by 401(k) Plan
Common Stock					200	I	by IRA
Common Stock	05/05/2006		M	10,000 A \$ 19.43	10,000	D	
Common Stock	05/05/2006		S	10,000 D \$ 39.5021	0	D	
Common Stock	05/05/2006		M	20,110 A \$ 25.5	20,110	D	

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Common Stock	05/05/2006	S	20,110	D	\$ 39.5021	0	D
Common Stock	05/08/2006	M	1,190	A	\$ 25.5	1,190	D
Common Stock	05/08/2006	S	1,190	D	\$ 39.5	0	D
Common Stock	05/09/2006	M	12,896	A	\$ 25.5	12,896	D
Common Stock	05/09/2006	S	12,896	D	\$ 39.45	0	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 or Number of Shares
Phantom Stock	(1)					(1)	(1)	Common Stock	10,977.0
Stock Options	\$ 19.43	05/05/2006		M	10,000	03/06/2006	03/06/2015	Common Stock	10,000
Stock Options	\$ 25.5	05/05/2006		M	20,110	03/05/2001	03/05/2010	Common Stock	20,110
Stock Options	\$ 25.5	05/08/2006		M	1,190	03/05/2001	03/05/2010	Common Stock	1,190
Stock Options	\$ 25.5	05/09/2006		M	12,896	03/05/2001	03/05/2010	Common Stock	12,896

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HALL F MCKAMY
1725 SHEPHERD RD
CHATTANOOGA, TN 37421

VP &
CFO

Signatures

Robert C. Taylor, attorney in fact for F.
McKamy Hall

05/09/2006

__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.

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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