

PATEK RICHARD A  
Form 4  
December 11, 2008

**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

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
12/10/2008

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |  |
| Common Stock                    |                                      |  |                                |   | 825.1206 <sup>(3)</sup>   | I  | by 401(k) Plan                             |
| Common Stock                    |                                      |  |                                |   | 3,000 <sup>(2)</sup>  | D  |  |
| Common Stock                    | 12/10/2008                           |  | M                              | 6,000 A \$ 29.594   | 6,000   | D  |  |
| Common Stock                    | 12/10/2008                           |  | S                              | 6,000 <sup>(4)</sup> D \$ 32                                      | 0   | D  |  |

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

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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 or Number of Shares                              |
| Phantom Stock <sup>(1)</sup>               | <u>(1)</u>   |                                      |  |                                |   | <u>(1)</u> <u>(1)</u>                                    | Common Stock 10,791.60  |
| Stock Options                              | \$ 29.594  | 12/10/2008                           |  | M                              | 6,000   | 03/08/2000 03/08/2009                                    | Common Stock 6,000  |
| Stock Options                              | \$ 25.5  |                                      |  |                                |   | 03/05/2001 03/05/2010                                    | Common Stock 30,000   |
| 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 14,651   |
| Stock Options                              | \$ 19.43   |                                      |  |                                |   | 03/06/2006 03/06/2015                                    | Common Stock 10,000   |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

PATEK RICHARD A  
1725 SHEPHERD RD  
CHATTANOOGA, TN 37421

Director 10% Owner Officer Other

Pres-TelSmith & Grp VP Agg

## Signatures

Robert Taylor, attorney in fact for Richard A. Patek

12/11/2008

    \*\*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.

(2) Reported holdings are Restricted Stock Units.

(3) Shares held in the reporting person's 401k account are based upon a Plan statement dated October 9, 2008.

(4) Shares were sold in 6 different blocks. The sale price for each block was \$32.00

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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