Edgar Filing: TERRA INDUSTRIES INC - Form 4

	USTRIES INC										
Form 4	200										
August 05, 20									PROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB OMB Number:	3235-0287			
Check this if no long subject to Section 16 Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	statement of the securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 20(b) of the Investment Company Act of 1940						January 31Expires:200Estimated averageburden hours perresponse0.				
(Print or Type R	esponses)										
McGlone Dennis Symbol			er Name and A INDUS			-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			of Earliest Tr /Day/Year) 2008	ransaction			Officer (give title Other (specify below) below)				
			nendment, Da onth/Day/Year	endment, Date Original nth/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
SIOUX CIT	Y, IA 51102-600	0					_X_Form filed by C Form filed by M Person				
(City)	(State)	(Zip) Ta	ble I - Non-I	Derivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, i any (Month/Day/Year	Code) (Instr. 8)	4. Securiton(A) or Di (Instr. 3, Amount	spose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common Stock	08/01/2008		А	3,100	А	48.39 (1)	18,100	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.

 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)	4. Transacti Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3,	Expiration D (Month/Day/ e	6. Date Exercisable and Expiration Date (Month/Day/Year)		e and nt of lying ties 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
			Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address		Relationsh		
Reporting O wher Fund, Fruitess	Director	10% Owner	Officer	Other
McGlone Dennis 600 FOURTH STREET P.O. BOX 6000 SIOUX CITY, IA 51102-6000	Х			
Signatures				
John W. Huey, by Power of At McGlone	08/05/2008			
** Signature of Reporti	ng 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) The award per share price is based on the price of Terra shares for the 20 trading days immediately preceding the date of award of August 1, 2008.

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.