

ASTEC INDUSTRIES INC
Form 4
December 02, 2013

FORM 4

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

OMB APPROVAL

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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 *
SANSOM WILLIAM B

(Last) (First) (Middle)

MARTIN MARIETTA
MATERIALS, INC., 2710
WYCLIFF ROAD

(Street)

RALEIGH, NC 27607

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

ASTEC INDUSTRIES INC [ASTE]

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

11/25/2013

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)

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 Ownership (Instr. 4)
			Code	V	Amount or Price (A) or (D)		
Common Stock	11/25/2013		M		776 A \$ 14.43		D
Common Stock	11/25/2013		M		630 A \$ 17.75		D
Common Stock	11/25/2013		M		657 A \$ 17.03		D
Common Stock	11/25/2013		M		470 A \$ 21.83		D
Common Stock	11/25/2013		M		495 A \$ 20.71		D

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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)	8. P. Der. Sec. (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 14.43	11/25/2013		M	776	03/18/2004	03/18/2014	Common Stock	776
Stock Options	\$ 17.75	11/25/2013		M	630	04/28/2004	04/28/2014	Common Stock	630
Stock Options	\$ 17.03	11/25/2013		M	657	08/02/2004	08/01/2014	Common Stock	657
Stock Options	\$ 21.83	11/25/2013		M	470	03/24/2005	03/23/2015	Common Stock	470
Stock Options	\$ 20.71	11/25/2013		M	495	05/23/2005	05/22/2015	Common Stock	495
Stock Options	\$ 28.9					08/30/2005	08/29/2015	Common Stock	355
Stock Options	\$ 27.4					10/28/2005	10/27/2015	Common Stock	374
Stock Options	\$ 34.43					03/16/2006	03/16/2016	Common Stock	374
Stock Options	\$ 39.81					04/28/2006	04/28/2016	Common Stock	323
Stock Options	\$ 20.95					07/28/2006	07/28/2016	Common Stock	614
Stock Options	\$ 34.29					11/17/2006	11/17/2016	Common Stock	375

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SANSOM WILLIAM B MARTIN MARIETTA MATERIALS, INC. 2710 WYCLIFF ROAD RALEIGH, NC 27607	X			

Signatures

Robert Taylor, attorney in fact for William B. Sansom	12/02/2013
<small>**Signature of Reporting Person</small>	<small>Date</small>

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).

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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