

ASTEC INDUSTRIES INC  
Form 4  
November 01, 2010

**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 \*  
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)

11/01/2010

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 Indirect Beneficial Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	11/01/2010		M	351	A	\$ 12.5	6,370	D
Common Stock	11/01/2010		M	242	A	\$ 18.15	6,612	D
Common Stock	11/01/2010		M	237	A	\$ 18.5	6,849	D
Common Stock	11/01/2010		M	327	A	\$ 13.38	7,176	D
Common Stock	11/01/2010		M	246	A	\$ 17.29	7,422	D

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Common Stock	11/01/2010	M	229	A	\$ 18.579	7,651	D
Common Stock	11/01/2010	M	319	A	\$ 13.32	7,970	D
Common Stock	11/01/2010	M	446	A	\$ 9.54	8,416	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)	8. P... Der... Sec... (Ins...	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Stock Options	\$ 12.5	11/01/2010		M	351	03/14/2001 03/14/2011	Common Stock	351	
Stock Options	\$ 18.15	11/01/2010		M	242	04/25/2001 04/25/2011	Common Stock	242	
Stock Options	\$ 18.5	11/01/2010		M	237	07/25/2001 07/25/2011	Common Stock	237	
Stock Options	\$ 13.38	11/01/2010		M	327	10/25/2001 10/25/2011	Common Stock	327	
Stock Options	\$ 17.29	11/01/2010		M	246	03/13/2002 03/13/2012	Common Stock	246	
Stock Options	\$ 18.579	11/01/2010		M	229	04/25/2002 04/25/2012	Common Stock	229	
Stock Options	\$ 13.32	11/01/2010		M	319	07/24/2002 07/24/2012	Common Stock	319	
Stock Options	\$ 9.54	11/01/2010		M	446	12/06/2002 12/06/2012	Common Stock	446	

Stock	<u>(1)</u>	<u>(1)</u>	<u>(1)</u>	Common	
Options				Stock	9,574

## 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	11/01/2010
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        \*\*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) Option dates and prices have been previously reported for stock options currently outstanding.

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.