

TEREX CORP
Form 4
October 01, 2007

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 *
FOX COLIN

(Last) (First) (Middle)

TEREX CORPORATION, 200
NYALA FARM ROAD

(Street)

WESTPORT, CT 06880

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
TEREX CORP [TEX]

3. Date of Earliest Transaction
(Month/Day/Year)
09/28/2007

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)
Senior V.P. Terex Bus. Systems

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock, par value \$.01 | 09/28/2007 | | M | 2,000 | A \$ 5.66 | 36,854 | D |
| Common Stock, par value \$.01 | 09/28/2007 | | M | 1,250 | A \$ 17.35 | 38,104 | D |
| Common Stock, par value \$.01 | 09/28/2007 | | M | 2,000 | A \$ 45.75 | 40,104 | D |
| Common Stock, par | 09/28/2007 | | S | 7,596 | D \$ 89.72 | 32,508 | D |

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value \$.01 (1)
 Common
 Stock, par 09/28/2007 I V 0 A \$ 0 1,682 I 401(k)
 value \$.01

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

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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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option, Right to Buy | \$ 5.66 | 09/28/2007 | | M | 2,000 | 02/07/2004 02/07/2013 | Common Stock, par value | 2,000 | |
| Employee Stock Option, Right to Buy | \$ 17.35 | 09/28/2007 | | M | 1,250 | 03/11/2005 03/11/2014 | Common Stock, par value | 1,250 | |
| Employee Stock Option, Right to Buy | \$ 45.75 | 09/28/2007 | | M | 2,000 | 06/12/2006 06/01/2016 | Common Stock, par value | 2,000 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| | | | | |

FOX COLIN
TEREX CORPORATION
200 NYALA FARM ROAD
WESTPORT, CT 06880

Senior V.P. Terex Bus. Systems

Signatures

/s/Scott J. Posner, by Power of
Attorney

10/01/2007

__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) Represents average sale price. Shares sold at various prices ranging from \$89.69 to \$89.80 as follows (shares at dollar price per share):
600 @ 89.69; 3750 @ 89.70; 300 @ 89.71; 300 @ 89.73; 1389 @ 89.75; 700 @ 89.78; 300 @ 89.79; 257 @ 89.80.

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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