FOX COLIN Form 4

December 29, 2006

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB 3235-0287 Number:

**OMB APPROVAL** 

January 31, Expires: 2005

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if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Ad FOX COLIN	-	orting Person *	2. Issuer Name <b>and</b> Ticker or Trading Symbol TEREX CORP [TEX]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
C/O TEREX CORPORATION, 500 POST ROAD EAST, SUITE 320		· · · · · · · · · · · · · · · · · · ·	(Month/Day/Year) 12/28/2006	Director 10% Owner _X_ Officer (give title Other (specify below) Senior V.P. Terex Bus. Systems		
(Street) WESTPORT, CT 06880			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
			Filed(Month/Day/Year)			
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Ac	quired, Disposed of, or Beneficially Owned		

(City)	(State)	(Zip) Tabl	e I - Non	-De	erivative :	Secur	ities Acqu	uired, Disposed of	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code		4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock, par value \$.01	12/28/2006		M		6,000	A	\$ 5.66	44,750 (1)	D	
Common Stock, par value \$.01	12/28/2006		M		2,500	A	\$ 17.35	47,250 <u>(1)</u>	D	
Common Stock, par value \$.01	12/28/2006		S		8,500	D	\$ 65.69	38,750 (1)	D	
Common Stock, par	12/28/2006		I	V	0	A	\$ 0	1,568 (1)	I	401(k) plan

value \$.01

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.

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)	Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(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
Employee Stock Option Right to Buy (2)	\$ 5.66	12/28/2006		M	6,000	02/07/2004	02/07/2013	Common Stock, par value \$.01	6,000
Employee Stock Option Right to Buy (2)	\$ 17.35	12/28/2006		M	2,500	03/11/2005	03/11/2014	Common Stock, par value \$.01	2,500

# **Reporting Owners**

Reporting Owner Name / Address	Ketationships				
	Director	10% Owner	Officer	Other	

FOX COLIN C/O TEREX CORPORATION 500 POST ROAD EAST, SUITE 320 WESTPORT, CT 06880

Senior V.P. Terex Bus. Systems

Deletionshin

### **Signatures**

/s/ COLIN FOX 12/29/2006

\*\*Signature of Date
Reporting Person

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## **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 shares beneficially owned as of December 28, 2006.
- (2) Exercise price and the number of securities have been adjusted to reflect Terex Corporation's 2-for-1 stock split effective July 17, 2006.

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.