

WORTHINGTON INDUSTRIES INC

Form 4

December 21, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MCCONNELL JOHN P/OH

2. Issuer Name **and** Ticker or Trading  
Symbol  
WORTHINGTON INDUSTRIES  
INC [WOR]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

WORTHINGTON INDUSTRIES,  
INC., 200 OLD WILSON BRIDGE  
ROAD

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/21/2007

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Chairman/Chief Exec Officer

(Street)

4. If Amendment, Date Original  
Filed(Month/Day/Year)

COLUMBUS, OH 43085

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------|-------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) | Price |                                                                                               |                                                          |                                                       |
| Common Shares                   | 12/21/2007                           |                                                    | G                              | V                                                                 | 6,000  | D          | \$ 0  | 1,195,489                                                                                     | D                                                        |                                                       |
| Common Shares                   | 12/21/2007                           |                                                    | G                              | V                                                                 | 1,200  | A          | \$ 0  | 22,405                                                                                        | I                                                        | Cust Acct/son, J.H. McConnell, II                     |
| Common Shares                   | 12/21/2007                           |                                                    | G                              | V                                                                 | 1,200  | A          | \$ 0  | 25,191 <sup>(1)</sup>                                                                         | I                                                        | Cust Acct/daughter J.R. McConnell                     |
| Common Shares                   | 12/21/2007                           |                                                    | G                              | V                                                                 | 1,200  | A          | \$ 0  | 22,781 <sup>(2)</sup>                                                                         | I                                                        | Cust Acct/son P. W. McConnell                         |
|                                 | 12/21/2007                           |                                                    | G                              | V                                                                 | 1,200  | A          | \$ 0  | 3,114 <sup>(2)</sup>                                                                          | I                                                        |                                                       |

Cust Acct/son, J.H.  
McConnell, IICust Acct/daughter  
J.R. McConnellCust Acct/son P. W.  
McConnell

Edgar Filing: WORTHINGTON INDUSTRIES INC - Form 4

|               |            |   |   |       |   |          |                        |   |                                                        |
|---------------|------------|---|---|-------|---|----------|------------------------|---|--------------------------------------------------------|
| Common Shares |            |   |   |       |   |          |                        |   | Cust Acct/son C.R. McConnell                           |
| Common Shares | 12/21/2007 | G | V | 1,200 | A | \$ 0     | 3,007 <sup>(2)</sup>   | I | CustAcct/Luke A. Edmonds by Amy McConnell              |
| Common Shares |            |   |   |       |   |          | 255,875 <sup>(2)</sup> | I | Trustee-Margaret McConnell Trust f/b/o Margaret Kollis |
| Common Shares |            |   |   |       |   |          | 118,000                | I | Trustee-McConnell Family Trust                         |
| Common Shares |            |   |   |       |   |          | 14,710                 | I | By 401(k) Plan                                         |
| Common Shares | 12/21/2007 | P | V | 5,211 | A | \$ 18.01 | 1,200,700              | D |                                                        |
| Common Shares | 12/21/2007 | P | V | 2,003 | A | \$ 18    | 1,202,703              | D |                                                        |
| Common Shares | 12/21/2007 | P | V | 100   | A | \$ 17.99 | 1,202,803              | D |                                                        |
| Common Shares | 12/21/2007 | P | V | 700   | A | \$ 17.98 | 1,203,503              | D |                                                        |
| Common Shares | 12/21/2007 | P | V | 100   | A | \$ 17.97 | 1,203,603              | D |                                                        |
| Common Shares | 12/21/2007 | P | V | 2,900 | A | \$ 17.95 | 1,206,503              | D |                                                        |
| Common Shares | 12/21/2007 | P | V | 36    | A | \$ 17.94 | 1,206,539              | D |                                                        |
| Common Shares | 12/21/2007 | P | V | 600   | A | \$ 18.12 | 3,714                  | I | Cust Acct/son C.R. McConnell                           |

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|---------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-------------------------------------------------|
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|---------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-------------------------------------------------|

(A) or  
Disposed  
of (D)  
(Instr. 3,  
4, and 5)

Repor  
Trans  
(Instr

| Code | V | (A) | (D) | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|
|------|---|-----|-----|---------------------|--------------------|-------|----------------------------------------|

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

| Director | 10% Owner | Officer | Other |
|----------|-----------|---------|-------|
|----------|-----------|---------|-------|

MCCONNELL JOHN P/OH  
WORTHINGTON INDUSTRIES, INC.  
200 OLD WILSON BRIDGE ROAD  
COLUMBUS, OH 43085

X

Chairman/Chief  
Exec Officer

## Signatures

/s/John P.

McConnell

12/21/2007

\*\*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) Amount listed is the most up-to-date information available regarding holdings in the Company Plan Fund which invests in Common Shares of the Company.

(2) The account is enrolled in the Company's dividend reinvestment plan and the amount listed is the most up-to-date information available.

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.