#### Edgar Filing: WORTHINGTON INDUSTRIES INC - Form 4

WORTHINGTON INDUSTRIES IN Form 4 May 16, 2007	IC		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue <b>STATEMENT</b> ( <b>STATEMENT</b> ( <b>STATEMENT</b> (	ES SECURITIES AND EXCHANGE ( Washington, D.C. 20549 OF CHANGES IN BENEFICIAL OW SECURITIES o Section 16(a) of the Securities Exchange e Public Utility Holding Company Act of h) of the Investment Company Act of 19	<b>NERSHIP OF</b> ge Act of 1934, of 1935 or Section	OMB APPROVAL OMB 3235-0287 Number: January 31, 2005 Estimated average burden hours per response 0.5
(Print or Type Responses)			
1. Name and Address of Reporting Person <u>*</u> Stoe George P	2. Issuer Name <b>and</b> Ticker or Trading Symbol WORTHINGTON INDUSTRIES INC [WOR]	Issuer	Reporting Person(s) to all applicable)
(Last)(First)(Middle)200 OLD WILSON BRIDGE RD.	3. Date of Earliest Transaction (Month/Day/Year) 05/15/2007	Director XOfficer (give t below) Exec	title 10% Owner below) V.P. & COO
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by Or	nt/Group Filing(Check ne Reporting Person ore than One Reporting
COLUMBUS, OH 43085		Person	fre than One Reporting
(City) (State) (Zip)	Table I - Non-Derivative Securities Ac	quired, Disposed of,	or Beneficially Owned
(Instr. 3) any	eemed 3. 4. Securities tition Date, if TransactionAcquired (A) or Code Disposed of (D) th/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price	SecuritiesFBeneficially(I)OwnedIn	6. Ownership 7. Nature of Form: Direct Indirect D) or Beneficial ndirect (I) Ownership Instr. 4) (Instr. 4)
Common Shares		1,671 <u>(1)</u> I	By 401(k) Plan

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.

 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. Transactio Code (Instr. 8)	5. onNumber of Derivatives Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day/	ate	7. Title and of Underlyin Securities (Instr. 3 and	ng	8. Pr Deriv Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock, acquired under deferred compensation plan	(2)	05/15/2007		А	50	<u>(3)</u>	<u>(4)</u>	common shares	50	\$ 2

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
Stoe George P 200 OLD WILSON BRIDGE RD. COLUMBUS, OH 43085			Exec V.P. & COO			
0.						

# Signatures

/s/George P. 05/16/2007 Stoe \*\*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).
- Amount listed is the most up-to-date information available regarding holdings in the Company Plan Fund which invests in Common (1) Shares of the Company.
- The accounts track common shares on a one-for-one basis (2)
- The account balances related to the theoretical common shares may be immediately transferred to other investment options under the (3) terms of the deferred compensation plans.
- These are unfunded accounts under Worthington Industries, Inc.'s deferred compensation plan invested in phantom stock. Distributions (4) are made only in cash, and generally commence upon retirement or other termination of employment.

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.