

TEREX CORP  
Form 4  
December 08, 2006

**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 \*  
COHEN ERIC I

(Last) (First) (Middle)  
TEREX CORPORATION, 500  
POST ROAD EAST, SUITE 320  
  
(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)  
12/06/2006

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., Secy. Gen Counsel

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount or Price                                                                               |                                                          |                                                       |
| Common Stock, par value \$.01   | 12/06/2006                           |                                                    | M                              |                                                                   | 1,050 A \$ 10.81                                                                              | 97,241 <sup>(1)</sup>                                    | D                                                     |
| Common Stock, par value \$.01   | 12/06/2006                           |                                                    | M                              |                                                                   | 5,000 A \$ 17.35                                                                              | 102,241 <sup>(1)</sup>                                   | D                                                     |
| Common Stock, par value \$.01   | 12/06/2006                           |                                                    | S                              |                                                                   | 5,000 D \$ 59.6                                                                               | 97,241 <sup>(1)</sup>                                    | D                                                     |
| Common Stock, par               | 12/06/2006                           |                                                    | I                              | V 0                                                               | A \$ 0                                                                                        | 4,436 <sup>(1)</sup>                                     | I 401(k) plan                                         |

value \$.01

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 (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 <sup>(2)</sup> | \$ 10.81                                               | 12/06/2006                           |                                                    | M                              | 1,050                                                                          | 01/01/1999 01/01/2008                                    | Common Stock, par value \$.01                                 | 1,050                      |                            |
| Employee Stock Option, Right to Buy <sup>(2)</sup> | \$ 17.35                                               | 12/06/2006                           |                                                    | M                              | 5,000                                                                          | 03/11/2005 03/11/2014                                    | Common Stock, par value \$.01                                 | 5,000                      |                            |

## Reporting Owners

| Reporting Owner Name / Address                                                           | Relationships |           |                                      |       |
|------------------------------------------------------------------------------------------|---------------|-----------|--------------------------------------|-------|
|                                                                                          | Director      | 10% Owner | Officer                              | Other |
| COHEN ERIC I<br>TEREX CORPORATION<br>500 POST ROAD EAST, SUITE 320<br>WESTPORT, CT 06880 |               |           | Senior V.P.,<br>Secy. Gen<br>Counsel |       |

## Signatures

/s/ Eric I Cohen 12/08/2006

            
\*\*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 shares beneficially owned as of December 6, 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.

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