

MCCONNELL JOHN P/OH  
Form 4  
December 27, 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 \*  
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)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/22/2006

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

WORTHINGTON INDUSTRIES,  
INC., 200 OLD WILSON BRIDGE  
ROAD

(Street)

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

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

COLUMBUS, OH 43085

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Amount  | Price  |   |
|                                 |                                      |  |                                | Code  | V   |  |   |
| Common Shares                   | 12/22/2006                           |  | G                              | D   | 6,000   | \$ 0   | 885,614 D   |
| Common Shares                   | 12/22/2006                           |  | G                              | A   | 1,200   | \$ 0   | 21,167 <u>(1)</u> I Cust Acct/son J.H.McConnell, II   |
| Common Shares                   | 12/22/2006                           |  | G                              | A   | 1,200   | \$ 0   | 23,229 <u>(1)</u> I Cust Acct/daughter J.R.McConnell  |
| Common Shares                   | 12/22/2006                           |  | G                              | A   | 1,200   | \$ 0   | 20,897 <u>(1)</u> I Cust Acct/son                     |

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|               |            |  |   |       |   |      |                       |   |   |
|---------------|------------|--|---|-------|---|------|-----------------------|---|---|
| Shares        |            |  |   |       |   |      |                       |   | P.W. McConnell                                |
| Common Shares | 12/22/2006 |  | G | 1,200 | A | \$ 0 | 1,760 <sup>(1)</sup>  | I | Cust Acct/Luke A. Edmonds by Amy L. McConnell |
| Common Shares | 12/22/2006 |  | G | 1,200 | A | \$ 0 | 1,200                 | I | Cust Acct/son C. R. McConnell                 |
| Common Shares |            |  |   |       |   |      | 13,590 <sup>(2)</sup> | I | By 401(k) Plan                                |
| Common Shares |            |  |   |       |   |      | 118,000               | I | Trustee of McConnell Family Trust             |

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 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares  |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| MCCONNELL JOHN P/OH<br>WORTHINGTON INDUSTRIES, INC.<br>200 OLD WILSON BRIDGE ROAD<br>COLUMBUS, OH 43085 | X             |           | Chairman/Chief<br>Exec Officer |       |

## Signatures

/s/Dale T. Brinkman, as attorney-in-fact for John P.  
McConnell

12/27/2006

\_\_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) Amount listed is the most up-to-date information available regarding common shares acquired as a result of an acquisition of common shares obtained through the Worthington Industries Dividend Reinvestment Plan through December 22, 2006.
- (2) 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.

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