

WORTHINGTON INDUSTRIES INC

Form 4/A

January 11, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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)  
12/21/2007

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)  
12/21/2007

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)	Price					
				Code	V	Amount				
Common Shares	12/21/2007		G	V	6,000	D	\$ 0	1,155,489 (1)	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	I	Cust Acct/daughter J.R. McConnell
Common	12/21/2007		G	V	1,200	A	\$ 0	22,781	I	Cust Acct/son

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Shares									P.W. McConnell
Common Shares	12/21/2007		G V	1,200	A	\$ 0	3,114	I	Cust Acct/son C.R. McConnell
Common Shares	12/21/2007		G V	1,200	A	\$ 0	3,007	I	Cust Acct/Luke A. Edmonds by Amy McConnell
Common Shares							255,875	I	Trustee-Margaret McConnell Trust f/b/o Margaret Kolls
Common Shares							118,000	I	Trustee - McConnell Family Trust
Common Shares							14,710 <sup>(2)</sup>	I	By 401(K) Plan
Common Shares	12/21/2007		P	5,211	A	\$ 18.01	1,160,700	D	
Common Shares	12/21/2007		P	2,003	A	\$ 18	1,162,703	D	
Common Shares	12/21/2007		P	100	A	\$ 17.99	1,162,803	D	
Common Shares	12/21/2007		P	700	A	\$ 17.98	1,163,503	D	
Common Shares	12/21/2007		P	100	A	\$ 17.97	1,163,603	D	
Common Shares	12/21/2007		P	2,900	A	\$ 17.95	1,166,503	D	
Common Shares	12/21/2007		P	36	A	\$ 17.94	1,166,539	D	
Common Shares	12/21/2007		P	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.

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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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying	8. Price of Derivative Security	9. Nu Deriv Secur
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	(Instr. 5)	Beneficial Ownership Following Reported Transaction (Instr. 5)
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## 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/ Dale T. Brinkman, as attorney-in-fact for John P.  
McConnell

01/11/2008

\_\_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) This amendment is being filed to correct a typographical error with respect to the true amount of securities beneficially owned following the transaction.
- (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.

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.