

WORTHINGTON INDUSTRIES INC

Form 3

February 27, 2006

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

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**INITIAL STATEMENT OF 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 \*

Hess Lester V

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

02/23/2006

3. Issuer Name and Ticker or Trading Symbol

WORTHINGTON INDUSTRIES INC [WOR]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

\_\_\_\_ Director      \_\_\_\_ 10% Owner  
☒ Officer      \_\_\_\_ Other  
 (give title below) (specify below)  
 Treasurer

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

200 OLD WILSON BRIDGE ROAD

(Street)

COLUMBUS, OH 43085

(City)

(State)

(Zip)

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

No securities beneficially owned

0

D

A

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date (Month/Day/Year)

Date Exercisable

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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|                                              | Expiration<br>Date                   | Amount or<br>Number of<br>Shares | or Indirect<br>(I)<br>(Instr. 5) |
|----------------------------------------------|--------------------------------------|----------------------------------|----------------------------------|
| Employee Stock Option<br>(Right to Purchase) | 06/01/2005 <sup>(1)</sup> 05/31/2014 | Common<br>Shares 3,000 \$ 19.2   | D Â                              |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |             |       |
|-------------------------------------------------------------------|---------------|-----------|-------------|-------|
|                                                                   | Director      | 10% Owner | Officer     | Other |
| Hess Lester V<br>200 OLD WILSON BRIDGE ROAD<br>COLUMBUS, OH 43085 | Â             | Â         | Â Treasurer | Â     |

## Signatures

/s/Lester V. Hess 02/27/2006

Signature of Reporting Person Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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 option was granted out of the Company's 2003 Stock Option Plan and vests at 20% per year. Date listed is the first day the options are available. Subsequent shares vest at 20% annually on 6/01/2007, 6/1/2008, 6/1/2009, and 6/1/2010.

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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