**US CONCRETE INC** Form 4

April 03, 2015

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

**OMB** 3235-0287

**OMB APPROVAL** 

Number: January 31, Expires:

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Check this box if no longer subject to Section 16. Form 4 or Form 5

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

1(b).

(Print or Type Responses)

See Instruction

| 1. Name and Add<br>Kohutek Kevi        | •             | orting Person * | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer  |  |  |
|--|---------------|-----------------|---|---|--|--|
|  |               |                 | US CONCRETE INC [USCR]                      | (Check all applicable)  |  |  |
| (Last)                                 | (First)       | (Middle)        | 3. Date of Earliest Transaction             |   |  |  |
|  |               |                 | (Month/Day/Year)                            | Director 10% Owner  |  |  |
| C/O US CONCRETE, INC., 331 N. MAIN ST. |               |                 | 04/01/2015                                  | X Officer (give title Other (specify  |  |  |
|  |               |                 |   | below) below) VP & Chief Accounting Officer   |  |  |
|  | (Street)      |                 | 4. If Amendment, Date Original              | 6. Individual or Joint/Group Filing(Check   |  |  |
|  | <b>5</b> 0000 |                 | Filed(Month/Day/Year)                       | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting |  |  |
| EULESS, TX 76039                       |               |                 |   | Person  |  |  |
| (City)                                 | (State)       | (Zin)           |   |   |  |  |

| (City)                               | (State) (Z                           | Zip) Table   | I - Non-Do | erivative S | Securi    | ties Acq      | uired, Disposed o  | of, or Beneficial          | ly Owned                |
|--------------------------------------|--------------------------------------|--|------------|-------------|-----------|---------------|--|----------------------------|-------------------------|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) | 3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) |            |             |           |               | 7. Nature of Indirect Beneficial                                     |                            |                         |
|                                      |                                      | (Month/Day/Year)   | (Instr. 8) | (Instr. 3,  | (A)<br>or | ,             | Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | Indirect (I)<br>(Instr. 4) | Ownership<br>(Instr. 4) |
| Common stock                         | 04/01/2015                           |  | Code V F   | Amount 281  | (D)       | Price \$ 34.2 | 12,399   | D                          |                         |
| Common stock                         | 04/01/2015                           |  | F          | 248         | D         | \$<br>34.2    | 12,151   | D                          |                         |
| Common stock                         | 04/01/2015                           |  | A(1)       | 6,200       | A         | \$ 0          | 18,351   | D                          |                         |

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

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#### number.

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exerc | cisable and | 7. Titl | e and    | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|-------------|---------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | onNumber   | Expiration D  | ate         | Amou    | nt of    | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)       | Under   | lying    | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivativ  | e             |             | Securi  | ities    | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |            | Securities | 3             |             | (Instr. | 3 and 4) |             | Own    |
|             | Security    |                     |                    |            | Acquired   |               |             |         |          |             | Follo  |
|             | •           |                     |                    |            | (A) or     |               |             |         |          |             | Repo   |
|             |             |                     |                    |            | Disposed   |               |             |         |          |             | Trans  |
|             |             |                     |                    |            | of (D)     |               |             |         |          |             | (Instr |
|             |             |                     |                    |            | (Instr. 3, |               |             |         |          |             |        |
|             |             |                     |                    |            | 4, and 5)  |               |             |         |          |             |        |
|             |             |                     |                    |            |            |               |             |         |          |             |        |
|             |             |                     |                    |            |            |               |             |         | Amount   |             |        |
|             |             |                     |                    |            |            | Date          | Expiration  | m: .1   | or       |             |        |
|             |             |                     |                    |            |            | Exercisable   | Date        | Title   | Number   |             |        |
|             |             |                     |                    | ~          |            |               |             |         | of       |             |        |
|             |             |                     |                    | Code V     | (A) (D)    |               |             |         | Shares   |             |        |

## **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |                                     |       |  |  |  |  |
|---|---------------|-----------|-------------------------------------|-------|--|--|--|--|
| 1   | Director      | 10% Owner | Officer                             | Other |  |  |  |  |
| Kohutek Kevin<br>C/O US CONCRETE, INC.<br>331 N. MAIN ST.<br>EULESS, TX 76039 |               |           | VP & Chief<br>Accounting<br>Officer |       |  |  |  |  |

## **Signatures**

/s/ CiCi Sepehri as Attorney-in-Fact for Kevin
Kohutek
04/03/2015

\*\*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).

Represents restricted shares granted under the Company's Long Term Incentive Plan, to vest as follows:(i) 60% of the total number of the awarded shares are Time-Based Restricted Stock that will become vested over three years in equal annual installments from the date of grant, and (ii) 40% of the awarded shares are Performance-Based Restricted Stock, half of which shall vest on the day that the average of

(1) the daily volume-weighted average share price of the Company's Stock over any period of 20 consecutive trading days attains \$43 per share within the three-year period beginning on the date of grant, and the remaining half of which shall vest on the day that the average of the daily volume-weighted average share price of the Company's Stock over any period of 20 consecutive trading days attains \$48 per share within the three-year period beginning on the date of grant.

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.

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