Edgar Filing: Roberts James Hildebrand - Form 4

Roberts Jame Form 4	es Hildebrand										
March 03, 20)09										
FORM	ΙΔ								OMB AF	PPROVAL	
	UNITEL	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								3235-0287	
Check thi if no long subject to Section 1 Form 4 o Form 5	6. Filed pu	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							January 31Expires:200Estimated averageburden hours perresponse0.		
obligation may cont <i>See</i> Instru 1(b).	ns Section 17	(a) of the	Public Ut		ling Con	npan	y Act of	1935 or Section	1		
(Print or Type F	Responses)										
1. Name and Address of Reporting Person <u>*</u> Roberts James Hildebrand			2. Issuer Name and Ticker or Trading Symbol GRANITE CONSTRUCTION INC					5. Relationship of Reporting Person(s) to Issuer			
			[GVA]					(Check all applicable)			
()			(Month/D	3. Date of Earliest Transaction (Month/Day/Year) 02/27/2009				DirectorX_ 10% Owner X_ Officer (give title Other (specify below) below) Senior Vice President			
				nendment, Date Original onth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
WATSONV	TILLE, CA 9507	76						Form filed by M Person	lore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	 Executio any 	med n Date, if Day/Year)	3. Transactio Code (Instr. 8)	Transaction(A) or Disposed of (D)Code(Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	or	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	02/27/2009			F	3,041	D	\$ 35.58	36,814 <u>(1)</u>	D		
Common stock								127,585 <u>(2)</u>	Ι	by ESOP	

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

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 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. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Tit Amou Under Secur (Instr	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				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			
Roberts James Hildebrand 585 W. BEACH STREET WATSONVILLE, CA 95076		Х	Senior Vice President				
Signatures							
Michael Futch, Secretary, for Ja Roberts	ames H.		03/03/2009				
<u>**</u> Signature of Reporting Perso	n		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) Shares surrendered for taxes due to vesting on February 27, 2009.
- (2) Approximate shares as of December 31, 2007.

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.