

US CONCRETE INC
Form 4
July 03, 2013

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 *
ROBERTS JEFFREY W

(Last) (First) (Middle)

C/O U.S. CONCRETE, INC., 331 N. MAIN ST.

(Street)

EULESS, TX 76039

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
US CONCRETE INC [NONE]

3. Date of Earliest Transaction (Month/Day/Year)
07/01/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
VP & GM - Ingram Concrete, LLC

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

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common stock	07/01/2013		M		265 ⁽¹⁾ A \$ 0	27,947	D
Common stock	07/01/2013		F		73 D \$ 16.42	27,874	D
Common stock	07/01/2013		M		757 A \$ 0	28,631	D
Common stock	07/01/2013		F		208 D \$ 16.42	28,423	D

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

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9.5% Convertible Secured Notes due in 2015 issued pursuant to an Indenture or (b) the date the Company delivers a Conversion Event Notice in accordance with the terms of the Indenture (following the closing price of the Company's common stock being above \$15.75 for 20 trading days in a period of 30 trading days). The MEIP states that the awardee is entitled to receive 0.3502 shares of common stock for every IRSU deemed vested per the agreement at the time that the Company issues the Conversion Event Notice. The number 265 reported here reflects the result of multiplying the awardees vested IRSUs by .3502.

- (2) Each IRSU was granted under the Company's Management Equity Incentive Plan. Each IRSU represents the right to receive 0.35020 share of common stock of the Company upon satisfaction of the performance goal. The number 265 reported here reflects the result of multiplying the awardee's vested IRSUs by .3502.

- (3) The underlying RSUs and the IRSUs time vest as to one-twelfth (1/12) of the shares subject thereto on each of the first twelve (12) quarterly anniversaries of October 1, 2010. The performance goal for the IRSUs must have been satisfied by August 31, 2015 or the IRSUs would have automatically forfeited.

- (4) Each restricted stock unit represents the right to receive one share of common stock of the company.

- (5) The restricted stock units vest as to one-twelfth (1/12) of the shares subject thereto on each of the first twelve (12) quarterly anniversaries from grant date of October 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.

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.