



***Item 5.02. Appointment of Principal Officer; Departure of Principal Officer***

On May 25, 2010, Granite Construction Incorporated (the “Company”) announced that Senior Vice President and Chief Financial Officer (CFO) LeAnne M. Stewart is leaving the Company to pursue other opportunities. The Company also announced that Vice President and Corporate Controller Laurel J. Krzeminski has been appointed interim CFO. The transition is effective June 1, 2010. The Company will begin a search for a new CFO immediately. Candidates both inside and outside the Company are being considered.

Ms. Krzeminski, age 55, joined the Company in July 2008 as Vice President and Corporate Controller. Her responsibilities include corporate accounting, financial reporting, tax reporting and compliance, financial controls, and compliance with Sarbanes-Oxley and Securities and Exchange Commission rules. Prior to joining the Company, Ms. Krzeminski was with The Gillette Company which was acquired by The Procter & Gamble Company in 2005. During her 14 years at Gillette, she served in various capacities including Finance Director Duracell and Braun North America, Project Director for the global implementation of Sarbanes-Oxley, Director Corporate Financial Reporting, Director of the Worldwide Invoicing Center, and Controller for two subsidiary businesses.

***Item 9.01. Financial Statements and Exhibits***

(c) Exhibits. The following exhibit is attached hereto and filed herewith:

Exhibit

Number Exhibit Title

99.1 Press Release Dated May 25, 2010, Announcing the Appointment of Laurel J. Krzeminski as interim CFO and the departure of LeAnne M. Stewart.

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## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GRANITE CONSTRUCTION  
INCORPORATED

Date: May 25, 2010 By: /s/ Michael Futch  
Michael Futch  
Vice President, General Counsel and  
Secretary

## INDEX TO EXHIBITS

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