

GRANITE CONSTRUCTION INC

Form 4

April 04, 2006

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
GRIEGO LINDA M

2. Issuer Name **and** Ticker or Trading  
Symbol

GRANITE CONSTRUCTION INC  
[GVA]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

585 W. BEACH STREET

(Street)

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

03/31/2006

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)

☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

WATSONVILLE, CA 95076

(City) (State) (Zip)

**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)
Common Stock	03/31/2006		A	214 <sup>(1)</sup>	A \$ 47.99	214	D
Common Stock	03/31/2006		A	0.44 <sup>(2)</sup>	A \$ 48.68	214.44	D

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

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
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SEC 1474  
(9-02)

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Option (Right to Buy)	\$ 13.165	03/31/2006		D	785	03/31/2005	03/31/2015	Common Stock 785
Option (Right to Buy)	\$ 13.39	03/31/2006		D	657	06/30/2005	06/30/2015	Common Stock 657
Option (Right to Buy)	\$ 18.295	03/31/2006		D	511	09/30/2005	09/30/2015	Common Stock 511
Option (Right to Buy)	\$ 18.13	03/31/2006		D	502	12/30/2005	12/30/2015	Common Stock 502
Option (Right to Buy)	\$ 26.33	03/31/2006		A	785	03/31/2006	03/30/2016	Common Stock 785
Option (Right to Buy)	\$ 26.78	03/31/2006		A	657	03/31/2006	03/30/2016	Common Stock 657
Option (Right to Buy)	\$ 36.59	03/31/2006		A	511	03/31/2006	03/30/2016	Common Stock 511
Option (Right to Buy)	\$ 36.26	03/31/2006		A	502	03/31/2006	03/30/2016	Common Stock 502

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

GRIEGO LINDA M  
585 W. BEACH STREET X  
WATSONVILLE, CA 95076

## Signatures

Michael Futch, Secretary, for Linda  
Griego

04/03/2006

\_\_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).
- (1) Stock Units granted pursuant to the Granite Construction Incorporated Amended and Restated 1999 Equity Incentive Plan.
- (2) Dividends on Stock Units granted pursuant to the Granite Construction Incorporated Amended and Restated 1999 Equity Incentive Plan.
- (3) The option was amended by mutual agreement of the reporting person and Granite Construction Incorporated to increase the exercise price of option to fair market value of the underlying stock on the date of grant. The amended option also is reported on this Form 4.
- (4) The option is an amended option. The option prior to amendment is treated as cancelled on this Form 4.

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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