#### NIEBLA JESUS FERNANDO

Form 4

October 01, 2002

See Instruction 1(b).

### 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. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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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

Filed By Romeo & Dye's Instant Form 4 Filer www.section16.net

Name and Address of     Niebla Jesus Fernando		2. Issuer Name and Ticker or Trading Symbol Granite Construction Incorporated [GVA]							6. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) 585 W. Beach Street	of Repo	rting	ntification N Person, voluntary)	Number	Mon	ratement for hth/Day/Year tember 30, 2002	1	X Director  10% Owner  Officer (give title below)  Other (specify below)				
(Stree Watsonville, CA 95076					Date	5. If Amendment, Date of Original (Month/Day/Year)		7. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (Stat	e) (Zip)	T	able	I Non-D	erivati	ve Seci	urities Acquired, Di	spose	d of, or Bene	ficially Owned		
1. Title of 2. Tran Security action (Instr. 3) Date (Month/ Year)  Common Stock	2A. Deemed Execution Date, if any (Month/Day/ Year)	3. Trans action C (Instr. 8 Code	Code	4. Securitie (A) or Disp (Instr. 3, 4 Amount	posed o		5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)	0	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		

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

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### FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

			r.g., puis,	, cans,	warranc	s, options, conver	tible securities)				
1. Title of	2. Conver-	3.	3A.	4.	5.	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature
Derivative	sion or	Trans-	Deemed	Trans-	Number	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect
Security	Exercise	action	Execution	action	of	Date	Underlying	Security	Securities	ship	Beneficial
	Price of	Date	Date,	Code	Derivative	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership
(Instr. 3)	Derivative		if any		Securities	Year)	(Instr. 3 & 4)		Owned	of Deriv-	(Instr. 4)
	Security	(Month/	(Month/	(Instr.	Acquired				Following	ative	
		-		8)	(A) or				Reported	Security:	
		Year)	Year)		Disposed				Transaction(s)	Direct	
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<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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				of (D) (Instr. 3, 4 & 5)						,	(D) or Indirect (I)	
			Code V	(A)		Date Exer-cisable	Expira- tion Date		Amount or Number of Shares		(Instr. 4)	
Option (right to buy)	8.3145	9/30/02	J	578 <u>(1)</u>		9/30/02		Common Stock		5,208	D	

Explanation of Responses:

(1) Granted pursuant to the Granite Construction Incorporated 1999 Equity Incentive Plan.

By: /s/ Jesus Fernando Niebla

<u>10/1/2002</u>

Date

\*\*Signature of Reporting Person

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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<sup>\*\*</sup>Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).