US CONCRETE INC

Form 4 October 03, 2013

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

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OMB APPROVAL

Section 16. Form 4 or Form 5 obligations may continue.

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

Estimated average burden hours per response...

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Rayner Robert Martin			2. Issuer Name and Ticker or Trading Symbol US CONCRETE INC [USCR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) (First) (Middle) C/O U.S. CONCRETE, INC., 331 N. MAIN ST.		(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
		NC., 331 N.	(Month/Day/Year) 10/01/2013	X Director 10% Owner Officer (give title below) Other (specify below)		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
EULESS, TX 76039			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

EULESS, TX 76039

(City)	(State) (Zij	Table	I - Non-De	erivative S	ecurit	ties Ac	quired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	` '	2A. Deemed Execution Date, if	3. Transactio	4. Securit nAcquired Disposed	(A) o		5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial
(msu. 3)		(Month/Day/Year)	(Instr. 8)	(Instr. 3,	,	<i>'</i>	Owned Following Reported Transaction(s)	Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common	10/01/2013		Code V M	Amount 2,805	(D) A	Price \$ 0	(Instr. 3 and 4) 50,611	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transacti Code (Instr. 8)	orDerivati Securitic Acquire Dispose	6. Number of Derivative Securities Acquired (A) or Disposed of (D) Instr. 3, 4, and		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted stock units	<u>(1)</u>	10/01/2013		M		2,805	(2)	<u>(1)</u>	Common stock	2,805
Restricted stock units	<u>(1)</u>	10/01/2013		A	4,246		<u>(3)</u>	<u>(3)</u>	Common stock	4,246

Reporting Owners

Reporting Owner Name / Address	Keiauonsnips					
	Director	10% Owner	Officer	Other		
Rayner Robert Martin						

Rayner Robert Martin C/O U.S. CONCRETE, INC. 331 N. MAIN ST. EULESS, TX 76039



Signatures

/s/ Lisa Sutter, as Attorney-in-Fact for Robert Martin
Rayner 10/03/2013

**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) Each Restricted Stock Unit was granted from the U.S. Concrete, Inc. Long Term Incentive Plan and represents the right to receive one share of common stock upon vesting.
- (2) The restricted stock units will vest 75% on July 1, 2013 and the remaining 25% tranche will vest October 1, 2013.
- (3) The restricted stock unit was granted on October 1, 2013 and will vest quarterly over one year in equal amounts.

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.

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