

INFRASOURCE SERVICES INC  
Form 4  
August 31, 2007

**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 \*  
Montgomery Terence R

2. Issuer Name and Ticker or Trading Symbol  
INFRASOURCE SERVICES INC  
[IFS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

CFO & Senior Vice President

C/O INFRASOURCE SERVICES, INC, 100 WEST SIXTH STREET, SUITE 300

(Street)

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

MEDIA, PA 19063

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Amount (D) Price  |  |                                   |
| Common Stock                    | 08/30/2007                           |  | D                              | 65,768 D  | (1) 0 (6)   | D  |                                   |

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

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SEC 1474 (9-02)

**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. 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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Option - right to buy                      | \$ 4.6   | 08/30/2007                           |  | D                              | 39,826  | <u>(2)</u> 09/23/2013                                    | Common Stock  | 39,826                        |
| Option - right to buy                      | \$ 13  | 08/30/2007                           |  | D                              | 11,652  | <u>(3)</u> 05/06/2014                                    | Common Stock  | 11,652                        |
| Option - right to buy                      | \$ 11.81   | 08/30/2007                           |  | D                              | 18,750  | <u>(4)</u> 11/28/2015                                    | Common Stock  | 18,750                        |
| Option - right to buy                      | \$ 20.55   | 08/30/2007                           |  | D                              | 14,500  | <u>(5)</u> 11/06/2016                                    | Common Stock  | 14,500                        |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                             |       |
|--|---------------|-----------|-----------------------------|-------|
|  | Director      | 10% Owner | Officer                     | Other |
| Montgomery Terence R<br>C/O INFRASOURCE SERVICES, INC<br>100 WEST SIXTH STREET, SUITE 300<br>MEDIA, PA 19063 |               |           | CFO & Senior Vice President |       |

## Signatures

/s/ Deborah C. Lofton as attorney-in-fact for Terence Montgomery  
 08/31/2007  
 \*\*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) Disposed of pursuant to the Agreement and Plan of Merger, dated March 18, 2007, between Quanta Services, Inc. ("Quanta"), Quanta MS Acquisition, Inc. and InfraSource Services, Inc. in exchange for 80,434 shares of Quanta common stock.
- (2) This option was assumed by Quanta in the merger and replaced with an option to purchase 48,707 shares of Quanta common stock for \$3.77 per share.
- (3) This option was assumed by Quanta in the merger and replaced with an option to purchase 14,250 shares of Quanta common stock for \$10.63 per share.

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- (4) This option was assumed by Quanta in the merger and replaced with an option to purchase 22,931 shares of Quanta common stock for \$9.66 per share.
- (5) This option was assumed by Quanta in the merger and replaced with an option to purchase 17,733 shares of Quanta common stock for \$16.81 per share.

- The reporting person is also the indirect owner of 1,320 shares of InfraSource Services, Inc. common stock owned by his college-aged
- (6) sons, to which he disclaims beneficial ownership. Such shares were also disposed in the merger in exchange for 1,614 shares of Quanta common stock.

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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