

US CONCRETE INC  
Form 4  
December 29, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**WAYNE DONALD**

(Last) (First) (Middle)

2925 BRIARPARK, SUITE 1050

(Street)

HOUSTON, TX 77042

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**US CONCRETE INC [RMIX]**

3. Date of Earliest Transaction (Month/Day/Year)  
**08/23/2006**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
VP, General Counsel, Secretary

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

**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)
			Code	V Amount (A) or (D) Price			
Common stock	08/23/2006		D <sup>(1)</sup>	7,556 (1) D \$ 0 (1)	22,336 (1)	D	
Common stock	08/23/2006		A <sup>(1)</sup>	7,556 (1) A \$ 0 (1)	29,892 (1)	D	
Common stock	08/23/2006		D <sup>(2)</sup>	1,376 (2) D \$ 0 (2)	28,516 (2)	D	
Common stock	08/23/2006		D <sup>(3)</sup>	624 (3) D \$ 0 (3)	27,892 (3)	D	
Common stock	08/23/2006		D <sup>(4)</sup>	6,750 (4) D \$ 0 (4)	21,142 (4)	D	



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- (3) Per the terms of the amendment to the reporting person's employment agreement, these outstanding unvested shares of restricted stock originally granted on September 1, 2004, were deemed cancelled.
- (4) Per the terms of the amendment to the reporting person's employment agreement, these outstanding unvested shares of restricted stock originally granted on August 3, 2005, were deemed cancelled.
- (5) Per the terms of the amendment to the reporting person's employment agreement, these outstanding unvested shares of restricted stock originally granted on February 28, 2006, were deemed cancelled.

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.