

GRANITE CONSTRUCTION INC  
Form 8-K  
July 31, 2008

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported) July 30, 2008

**GRANITE CONSTRUCTION INCORPORATED**  
(Exact name of registrant as specified in its charter)

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|   |                          |                                      |
|---|--------------------------|--------------------------------------|
| Delaware  | 1-12911                  | 77-0239383                           |
| (State or other jurisdiction of<br>incorporation) | (Commission File Number) | (IRS Employer Identification<br>No.) |

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585 West Beach Street  
Watsonville, California 95076  
(Address of principal executive offices) (Zip Code)

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(831) 724-1011  
Registrant's telephone number, including area code

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



***Item 2.02 Results of Operations and Financial Condition.***

On July 30, 2008, Granite Construction Incorporated (the “Company”) issued a press release with respect to its earnings for the quarter ended June 30, 2008, a copy of which is attached as Exhibit 99.1.

The information set forth is furnished pursuant to Item 2.02, “Results of Operations and Financial Condition” and shall not be deemed “filed” for purpose of Section 18 of the Securities Exchange Act of 1934, nor shall the information, including the Exhibit, be deemed incorporated by reference in any filing of the Company, except as shall be expressly set forth by specific reference in such filing.

***Item 9.01. Financial Statements and Exhibits***

(d) Exhibits. The following exhibits are attached hereto and furnished herewith:

Exhibit  
Number

Exhibit Title

|      |   |
|------|---|
| 99.1 | Press Release of Registrant, dated July 30, 2008, its 2008 second quarter financial results |
|------|---|

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GRANITE CONSTRUCTION INCORPORATED

Date: April 30, 2008

By: /s/ William G. Dorey  
William G. Dorey  
President and  
Chief Executive Officer

**INDEX TO EXHIBITS**

Exhibit

Number Document

- 99.1 Press Release of Registrant, dated July 30, 2008, its 2008 second quarter financial results