



***Item 5.02. Appointment of Principal Officer; Departure of Principal Officer***

On May 17, 2010, Granite Construction Incorporated (the “Company”) announced the retirement of William G. Dorey, the Company’s President and Chief Executive Officer, effective August 31, 2010. The Company also announced the appointment of James H. Roberts to the position of President and Chief Executive Officer. Mr. Roberts’ appointment is effective September 1, 2010, and he will serve in this capacity until he or his successor is elected at the 2010 annual meeting.

Mr. Roberts, age 53, joined the Company in 1981, and has served in various capacities within the Company, including: Executive Vice President and Chief Operating Officer from September 2009 to present, Senior Vice President and Manager of Granite West (formerly the Branch Division) from 2004 to 2009; Vice President and Assistant Branch Division Manager between 1999 and 2004; and Regional Manager of the Company’s Nevada and Utah operations between 1995 and 1999.

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

(c) Exhibits. The following exhibit is attached hereto and filed herewith:

Exhibit

Number Exhibit Title

99.1 Press Release Dated May 17, 2010, Announcing the Appointment of James H. Roberts as President and Chief Executive Officer and the Retirement of William G. Dorey

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## **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: May 17, 2010 By: /s/ Michael Futch  
Michael Futch  
Vice President, General Counsel and  
Secretary

## **INDEX TO EXHIBITS**

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