

DOREY WILLIAM GLENWOOD
Form 4
August 01, 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 *
DOREY WILLIAM GLENWOOD

2. Issuer Name and Ticker or Trading Symbol
GRANITE CONSTRUCTION INC
[GVA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
585 W. BEACH STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/01/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO

WATSONVILLE, CA 95076

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

(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)
			Code	V Amount (A) or (D) Price			
Common Stock	08/01/2007		S	1,600 (1) D \$ 63.5	209,648	I	Family Trust
Common Stock	08/01/2007		S	200 (1) D \$ 63.55	209,448	I	Family Trust
Common Stock	08/01/2007		S	400 (1) D \$ 63.58	209,048	I	Family Trust
Common Stock	08/01/2007		S	100 (1) D \$ 63.59	208,948	I	Family Trust
Common Stock	08/01/2007		S	200 (1) D \$ 63.62	208,748	I	Family Trust

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Common Stock	08/01/2007	S	700 ⁽¹⁾	D	\$ 63.63	208,048	I	Family Trust
Common Stock	08/01/2007	S	400 ⁽¹⁾	D	\$ 63.64	207,648	I	Family Trust
Common Stock	08/01/2007	S	200 ⁽¹⁾	D	\$ 63.65	207,448	I	Family Trust
Common Stock	08/01/2007	S	300 ⁽¹⁾	D	\$ 63.66	207,148	I	Family Trust
Common Stock	08/01/2007	S	100 ⁽¹⁾	D	\$ 63.69	207,048	I	Family Trust
Common Stock	08/01/2007	S	800 ⁽¹⁾	D	\$ 63.7	206,248	I	Family Trust
Common Stock						80 ⁽²⁾	I	by ESOP

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

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

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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DOREY WILLIAM GLENWOOD 585 W. BEACH STREET WATSONVILLE, CA 95076	X		President & CEO	

Signatures

William G.
Dorey

08/01/2007

__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) Sold under Mr. Dorey's Sales Plan as authorized by Rule 10b5-1 of the Securities Exchange Act of 1934.
 - (2) Approximate shares as of December 31, 2006.

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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