

HARGIS KATHERINE I  
Form 3  
January 20, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â HARGIS KATHERINE I		(Month/Day/Year)	US CONCRETE INC [USCR]	
(Last)	(First)	(Middle)	01/11/2012	
C/O US CONCRETE INC, Â 2925 BRIARPARK SUITE 1050			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
HOUSTON, Â TX Â 77042			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below) (specify below)	
			Corp Sec/Deputy Gen. Counsel	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common stock	582	D	Â

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Class A Warrant (right to buy)	08/31/2010	08/31/2017	Common stock	263	\$ 22.69	D	Â
Class B Warrant (right to buy)	08/31/2010	08/31/2017	Common stock	263	\$ 26.68	D	Â
Restricted stock units	Â <u>(1)</u>	Â <u>(1)</u>	Common stock	1,186	\$ <u>(2)</u>	D	Â
Incentive restricted stock units	Â <u>(1)</u>	Â <u>(1)</u>	Common stock	2,036	\$ <u>(2)</u>	D	Â
Stock options (right to buy)	Â <u>(3)</u>	10/01/2020	Common stock	555	\$ 12	D	Â
Stock options (right to buy)	Â <u>(3)</u>	10/01/2020	Common stock	555	\$ 15	D	Â
Stock options (right to buy)	Â <u>(3)</u>	10/01/2020	Common stock	278	\$ 22.69	D	Â
Stock options (right to buy)	Â <u>(3)</u>	10/01/2020	Common stock	278	\$ 26.68	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HARGIS KATHERINE I C/O US CONCRETE INC 2925 BRIARPARK SUITE 1050 HOUSTON, TX 77042	Â	Â	Â Corp Sec/Deputy Gen. Counsel	Â

## Signatures

/s/ Stephanie Collins, as Attorney-in-Fact for Katherine I. Hargis

01/20/2012

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) The restricted stock units and incentive restricted stock units vest as to one-twelfth (1/12) of the shares subject thereto on each of the first twelve (12) quarterly anniversaries of October 1, 2010.
- Each restricted stock unit and incentive restricted stock unit was granted under the Company's Management Equity Incentive Plan. Each restricted stock unit represents the right to receive without payment one common share of the Company, and each incentive restricted
- (2) stock unit represents the right to receive without payment 0.35020 common shares of the Company upon satisfaction of the performance goal. In the sole discretion of the Company's Board of Directors (or a designated committee thereof), upon vesting, the restricted stock units and the incentive restricted stock units may be paid in shares of common stock or the cash equivalent.

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- (3) The option vests as to one-twelfth (1/12) of the shares subject thereto on each of the first twelve (12) quarterly anniversaries of October 1, 2010.

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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