#### Edgar Filing: STERLING CONSTRUCTION CO INC - Form 4

#### STERLING CONSTRUCTION CO INC

Form 4

February 14, 2017

## FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

Estimated average

See Instruction 1(b).

Common

Stock

02/10/2017

(Print or Type Responses)

1. Name and Address of Reporting Person * CUTILLO JOSEPH A			2. Issuer Name and Ticker or Trading Symbol STERLING CONSTRUCTION CO INC [STRL]			5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of	Earliest T	ransaction	Director	109		
1800 HUGHES LANDING BLVD.			(Month/Day/Year) 02/10/2017			_X_ Officer (give title Other (specify below) below)  EVP & Chief Bus. Dev. Officer			
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)			Applicable Line)			
THE WOODLANDS, TX 77380  _X_ Form filed by One Reporting Person  Form filed by More than One Reporting Person									
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative Securities Acc	quired, Disposed (	of, or Beneficia	lly Owned	
1.Title of	2. Transaction D	ate 2A. Dee	emed	3.	4. Securities Acquired	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Ye	ar) Executi	on Date, if	Transacti	ion(A) or Disposed of	Securities	Form: Direct	Indirect	
(Instr. 3)		any		Code	(D)	Beneficially	(D) or	Beneficial	

(Instr. 8)

Code V

Α

(Instr. 3, 4 and 5)

Amount

10,272

(1)

(A)

(D)

Price

\$0

(1)

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

(Month/Day/Year)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

Owned

Following

Reported

Transaction(s) (Instr. 3 and 4)

 $60,272 \stackrel{(2)}{=}$ 

Indirect (I)

(Instr. 4)

D

Ownership

(Instr. 4)

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

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9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Da	ate	Amou	ınt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						]
					(A) or						J
					Disposed						7
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									Amount		
						Date	Expiration	Title	Or		
						Exercisable	ercisable Date	Title Number of			
				Code V	(A) (D)						
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
CUTILLO JOSEPH A			EVP &				
1800 HUGHES LANDING BLVD.			Chief Bus.				
THE WOODLANDS, TX 77380			Dev. Officer				

## **Signatures**

Roger M. Barzun under a Power of Attorney 02/14/2017

\*\*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).
- These shares were awarded to the Reporting Person by the Company as incentive compensation pursuant to the Reporting Person's

  (1) participation in the Company's 2016 Executive Incentive Compensation Plan. The shares are subject to restrictions on their sale or other transfer and to forfeiture under certain circumstances.
- (2) Of these shares, 35,272 shares are subject to restrictions on their sale or other transfer, and are subject to forfeiture under certain conditions.

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.

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