

STERLING CONSTRUCTION CO INC

Form 8-K

March 20, 2006

**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) March 17, 2006**

**STERLING CONSTRUCTION COMPANY, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation or organization)

**001-31993**

(Commission File Number)

**25-1655321**

(I.R.S. Employer  
Identification No.)

**20810 Fernbush Lane**

**Houston, Texas**

(Address of principal executive  
offices)

**77073**

(Zip Code)

Registrant's telephone number, including area code **(281) 821-9091**

(Former name or former address, if changed since last report)

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))
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**Item 1.01. Entry into a Material Definitive Agreement**

On March 17, 2005 the Board of Directors of Sterling Construction Company, Inc. (the *Company* ) confirmed the payment to an executive officer of the Company of a bonus earlier approved by the Compensation Committee of the Board, and the Compensation Committee approved bonus payments to certain executive officers of the Company, in each case in accordance with the terms of the executive officer's employment agreement with the Company and/or its wholly-owned subsidiary Sterling General, Inc., as follows:

<b>Name</b>	<b>Title</b>	<b>Amount</b>
Patrick T. Manning	Chairman & CEO	\$ 365,000
Joseph P. Harper, Sr.	President & COO	\$ 340,000
Maarten D. Hemsley	Chief Financial Officer	\$ 125,000

**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.

**Sterling Construction Company, Inc.**

Dated: March 20, 2006

By: /s/ Roger M. Barzun  
Roger M. Barzun  
Senior Vice President