

STERLING CONSTRUCTION CO INC

Form 8-K

March 24, 2005

**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 23, 2005

STERLING CONSTRUCTION COMPANY, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of Incorporation)

0-19450
(Commission file number)

25-1655321
(IRS Employer
Identification No.)

2751 Centerville Road Suite 3131
Wilmington, Delaware
(Address of principal executive offices)

19803
(Zip code)

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

(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 Exchange Act (17 CFR 240.13e-4(c))

Item 8.01. Other Events

On March 23, 2005 Sterling Construction Company, Inc. issued a press release announcing financial results for fourth quarter and year 2004; provides guidance for 2005; nominates David Steadman to the Board of Directors. A copy of the press release is attached hereto as Exhibit 99.1.

SIGNATURE

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: March 23, 2005

STERLING CONSTRUCTION COMPANY,
INC.

By: /s/ Maarten D. Hemsley
Maarten D. Hemsley
Chief Financial Officer

INDEX TO EXHIBITS

99.1 STERLING CONSTRUCTION COMPANY, INC. REPORTS FINANCIAL RESULTS FOR FOURTH QUARTER AND YEAR 2004 AND PROVIDES GUIDANCE FOR 2005; NOMINATES DAVID STEADMAN TO THE BOARD OF DIRECTORS