

WARRANTS - FREQUENTLY ASKED QUESTIONS

What are the warrants, and what rights do they give me?

- Under the U.S. Concrete, Inc. Plan of Reorganization¹, holders of the Company's old stock were issued warrants.
- For every share of old stock, the holder received 0.040462 Class A warrants and 0.040462 Class B warrants, subject to rounding to the nearest whole number of warrants.
- For example:
 - If a stockholder held one hundred (100) shares of "old stock"², they received four (4) Class A and four (4) Class B Warrants ($100 \times 0.040462 = 4.0462$), as the nearest round number to 4.0462 is 4.
 - If a stockholder held fifteen hundred (1,500) shares of old stock, they received sixty-one (61) Class A and sixty-one (61) Class B Warrants ($1,500 \times 0.040462 = 60.6930$), as the nearest round number to 60.6930 is 61.
- Two options exist for exercising the warrants:
 - **CASH EXERCISE OPTION** – Each Class A Warrant that is exercised in this way entitles the holder to purchase one share of the "new stock"³ at an exercise price of \$22.69 per share, and each Class B Warrant entitles the holder to purchase one share of the new stock at an exercise price of \$26.68 per share. Holders would submit a check for the total exercise price and a completed exercise form to the warrant agent via their brokers or on their own. The warrant agent would then issue shares of stock directly to the holders' brokerage account in exchange for the warrants exercised. Alternatively, brokers on behalf of their clients may submit a cash exercise on behalf of clients through the WARR portal offered by the Depository Trust Company (DTCC) via <http://www.dtcc.com>
 - **CASHLESS EXERCISE OPTION** – Holders will need to use a broker in order to use the cashless exercise or "net exercise" option. This exercise method does not entitle the holders to receive one share of common stock for each warrant exercised. For more information regarding the net exercise option, please refer to Section 4.5 of the warrant agreements. Brokers would be required to log on to DTCC's cashless exercise portal (called "PTOP") via <http://www.dtcc.com> in order to submit cashless exercises on behalf of warrant holders.
- The warrants will expire on August 31, 2017. If you have not exercised your warrants prior to their expiration date, you will lose them.
- The exercise price and number of shares a holder can purchase with a warrant may be adjusted if certain events occur. For a complete description of rights as a holder of the warrants, please review the warrant agreements for both classes that are posted on our website at:
<http://investorrelations.us-concrete.com/downloads.cfm?CategoryID=7670>
- You should consider seeking independent investment advice with respect to your warrants.

Where should I direct questions about the new stock or the warrants?

- If you have questions about the new stock or the warrants, please contact your broker, DTCC or the Company's warrant agent at:
AST Shareholder Relations Department (AST)
Tel: 1-800-937-5449
Fax: 718-236-2641
Email: info@amstock.com
- If you have specific questions about the exercise process for the warrants, please contact Frank Ruggiero at the Warrant Agent by calling (718) 921-8200 ext. 6623 or via email to fruggiero@amstock.com or contact your broker directly.
- For questions regarding the cashless exercise (a/k/a net exercise) option, please consult your broker. Your broker may contact DTCC's Voluntary Reorganization department directly at (888) 382-2721 if they have questions regarding how to exercise using DTCC's WARR portal (for cash exercises) or PTOP portal (for cashless exercises).

¹ "Plan of Reorganization" is defined in the Final Order Confirming the Joint Plan of Reorganization of U.S. Concrete, Inc., *et al.*, Pursuant to Chapter 11 of the Bankruptcy Code filed in the United States Bankruptcy Court for the District of Delaware Case No. 10-11407 (PJW).

² "Old Stock" refers to the shares of U.S. Concrete, Inc. common stock that existed prior to August 31, 2010 before the Company's Plan of Reorganization became effective.

³ "New Stock" refers to the shares of U.S. Concrete, Inc. common stock issued after August 31, 2010.