

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-10** | Period of Report: **2013-01-08**  
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### REPORTING OWNER

#### **BREKHUS MEL G**

CIK: [1190394](#)

Type: **4** | Act: **34** | File No.: [001-04887](#) | Film No.: **13523505**

Mailing Address

*TEXAS INDUSTRIES INC  
1341 W MOCKINGBIRD LN  
DALLAS TX 75247*

### ISSUER

#### **TEXAS INDUSTRIES INC**

CIK: [97472](#) | IRS No.: **750832210** | State of Incorporation: **DE** | Fiscal Year End: **0531**  
SIC: **3241** Cement, hydraulic

Mailing Address

*1341 W MOCKINGBIRD LN  
STE 700W  
DALLAS TX 75247-6913*

Business Address

*1341 W MOCKINGBIRD LN  
STE 700W  
DALLAS TX 75247-6913  
9726476742*

# FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

| OMB APPROVAL                                |            |
|---|------------|
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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

|  |   |  |
|--|---|--|
| <b>1. Name and Address of Reporting Person</b><br><u>BREKHUS MEL G</u><br>(Last) (First) (Middle)<br>1341 W. MOCKINGBIRD LANE<br>(Street)<br>DALLAS, TX 75247-6913<br>(City) (State) (Zip) | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><u>TEXAS INDUSTRIES INC [TXI]</u><br><b>3. Date of Earliest Transaction (Month/Day/Year)</b><br>01/08/2013<br><b>4. If Amendment, Date Original Filed(Month/Day/Year)</b> | <b>5. Relationship of Reporting Person(s) to Issuer</b><br>(Check all applicable)<br><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br>President and CEO<br><b>6. Individual or Joint/Group Filing</b><br>(Check applicable line)<br><input checked="" type="checkbox"/> Form Filed by One Reporting Person<br><input type="checkbox"/> Form Filed by More than One Reporting Person |
|--|---|--|

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |            |       | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price |   |  |   |
| Common Stock                    |                                      |  |                                |   |   |            |       | 155,293.1273  | D  |   |

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |     | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|---|-----|--|-----------------|---|--|--|--|--|----------------------------|
|  |  |                                      |  | Code                           | V | (A)   | (D) | Date Exercisable   | Expiration Date |   |  |  |  |  | Amount or Number of Shares |
| Restricted stock unit                      | (1)  | 01/08/2013                           |  | A                              |   | 10,000  |     | 01/08/2017   | 01/08/2017      | Common Stock  | 10,000                                     | \$55.79 (2)  | 10,000   | D  |                            |

**Explanation of Responses:**

1. Restricted stock units are settled in shares of common stock on the date exercisable at the rate of one share of stock per restricted stock unit.
2. Closing price on the New York Stock Exchange of a share of common stock on the date the award of restricted stock units was granted.

**Signatures**

/s/ Mel G. Brekhuis, by Gwynn E. Herrick, Attorney-in-Fact

\*\* Signature of Reporting Person

01/10/2013

Date

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

\* 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).

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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