

Exhibit B

**ALLIANCE/SIOUXLAND SETTLEMENT:
NOTICE OF SETTLEMENT DISTRIBUTION
AND CLAIM FORM INSTRUCTIONS**

TO: ALL INDIVIDUALS OR ENTITIES WHO PURCHASED READY-MIX CONCRETE FROM JULY 1, 2008 THROUGH DECEMBER 31, 2009 DIRECTLY FROM GCC ALLIANCE CONCRETE, INC.'S LE MARS NORTH, LE MARS SOUTH, REMSEN, AKRON, MOVILLE OR SERGEANT BLUFF PLANTS, OR SIOUXLAND CONCRETE COMPANY'S 11TH STREET AND STEUBEN STREET PLANTS LOCATED IN SIOUX CITY, IOWA AND THE SOUTH SIOUX CITY, NEBRASKA PLANT.

ON NOVEMBER 1, 2011, THE COURT APPROVED THE SETTLEMENT ON BEHALF OF CLASS MEMBERS IN THIS CASE. YOU MUST NOW COMPLETE AND RETURN A CLAIM FORM IN ORDER TO BE ELIGIBLE TO RECEIVE SETTLEMENT MONEY.

You may be a Settlement Class Member entitled to share in the \$2,648,253 in Settlement Funds recovered in this case if:

1. Between July 1, 2008 through December 31, 2009, you made purchases of Ready-Mix Concrete directly from any of the following:
 - a. Alliance's Le Mars North plant;
 - b. Alliance's Le Mars South plant;
 - c. Alliance's Remsen plant,
 - d. Alliance's Akron plant;
 - e. Alliance's Moville plant;
 - f. Alliance's Sergeant Bluff
 - g. Siouxland's 11th Street (Sioux City) plant;
 - h. Siouxland's Steuben Street (Sioux City) plant
 - i. Siouxland's South Sioux City (Nebraska) plant; and
2. You are not one of the Defendants; their co-conspirators; or their respective parents, subsidiaries, or affiliates or a federal government entity; and
3. You did not request to be excluded in response to the Court's Notice of Class Action Settlement and Hearing.

All Settlement Class Members who wish to share in any Settlement Funds recovered in this lawsuit to date MUST submit a Claim Form postmarked no later than [REDACTED].

DEFINITIONS

The following definitions are used throughout this Notice and the Claim Form:

"Alliance" means, for purposes of this Notice and Claim Form, GCC Alliance Concrete, Inc.

"Claims Administrator" means A.B. Data, the company hired, with Court approval, to assist with administration of the Settlement Funds, processing of Claim Forms, and distribution of Settlement Funds to Settlement Class Members. The address of the Claims Administrator is:

Iowa Ready-Mixed Concrete Antitrust Litigation
ALLIANCE/SIOUXLAND SETTLEMENT
Claims Administrator
c/o A.B. Data, Ltd.
PO Box 170500
Milwaukee, WI 53217-8091

If you have questions about the Claim Form, you can contact the Claims Administrator by mail at the above address, by phone at 866-540-4949, or by email at info@IowaConcreteAntitrustSettlement.com.

"Claimant" means a person or entity that has submitted a Claim Form seeking a distribution from the Settlement Funds.

“Class Period” means the time period from and including July 1, 2008 through and including December 31, 2009.

“Defendants” collectively refers to Siouxland Concrete, Company, GCC Alliance Concrete, Inc., Steven Keith VandeBrake, and VS Holding Company, f/k/a Alliance Concrete, Inc.

“Net Settlement Funds” means the amount of the Settlement Funds after adjustment for the payment of Court-approved litigation expenses, costs of settlement administration, attorneys’ fees, and class representative incentive awards.

“Qualifying Claim” means a claim by a Settlement Class Member for a distribution from the Settlement Funds that is supported by a properly completed and timely submitted Claim Form and which confirms one or more Qualifying Purchases by the Settlement Class Member.

“Qualifying Plant(s)” means Alliance’s Le Mars North, Le Mars South, Remsen, Akron, Merville or Sergeant Bluff plants, and Siouxland’s 11th Street and Steuben Street plants located in Sioux City, Iowa and the South Sioux City, Nebraska, plant.

“Qualifying Purchase” means a direct purchase of Ready-Mixed Concrete from a Qualifying Plant by a Settlement Class Member, which was delivered from Alliance’s Le Mars North, Le Mars South, Remsen, Akron, Merville or Sergeant Bluff plants, or from Siouxland’s 11th Street and Steuben Street plants located in Sioux City, Iowa, or the South Sioux City, Nebraska, plant, at any time from and including July 1, 2008 through December 31, 2009, for which a Qualifying Claim has been submitted.

“Ready-Mixed Concrete” means, for purposes of determining the amount of your Qualifying Purchases, the materials comprising the concrete mix and regular delivery only. It does not include other materials or products identified on invoices with a separate line item (such as separately charged admixtures, additives such as fiber mesh, costs of building materials, concrete blocks, precast concrete products, equipment/tools, expansion joints, foam/Styrofoam, concrete forms, hardware, plastic, rebar, steel fiber, wire mesh, sealants, and test cylinders); and it does not include services for which an extra charge is assessed (such as special delivery charges, demurrage charges, truck/equipment rental charges, minimum load charges, overtime charges, same-day-service charges, truck cleanup charges, weekend/holiday/after-hours service charges, small load or weekend delivery charges and winter charges).

“Settlement Class” means all persons or entities who purchased Ready-Mix Concrete from July 1, 2008 through December 31, 2009 directly from Alliance’s Le Mars North, Le Mars South, Remsen, Akron, Merville or Sergeant Bluff plants (the “Alliance Plants”) or from Siouxland’s 11th Street and Steuben Street plants located in Sioux City, Iowa or the South Sioux City, Nebraska plant (the “Siouxland Plants”), but excluding federal government entities and the Defendants (and the Defendants’ co-conspirators, respective parents, subsidiaries, and affiliates).

IMPORTANT NOTE: Your membership in the Settlement Class is limited to those Settlements for which you have not requested exclusion. Any person or entity that requested exclusion from the Settlements is excluded from the Settlement Class for purposes of the Settlement from which exclusion was requested.

“Settlement Class Member” means a person or entity that is included in the Settlement Class as defined above.

“Settlement Funds” means the \$2,648,253 in payments from the Settlement, plus any accrued interest.

“Settlement” means the Settlement Agreement with the Defendants listed above.

“Siouxland” refers to Siouxland Concrete Company.

WHY DID I RECEIVE THIS NOTICE AND A CLAIM FORM?

This Notice and the Claim Form have been sent to you because the Defendants’ records show that you purchased Ready-Mix Concrete directly from at least one of the plants identified above at any time from and including July 1, 2008 through and including December 31, 2009. You therefore may be a Settlement Class Member entitled to submit a claim for distributions from the Settlement Funds.

This Notice and the Claim Form explain how the Settlement Funds will be distributed and tells you what you must do in order to request a share of the Settlement Funds.

ELIGIBILITY FOR PAYMENTS

You are eligible to receive a portion of the distribution of the Settlement Funds if:

1. You are a Settlement Class Member; and
2. You submit a Qualifying Claim confirming one or more Qualifying Purchases.

HOW MUCH WILL I RECEIVE FROM THE SETTLEMENTS?

If you are eligible for payments, the amount you will receive from the Settlement Funds will depend on (1) the total amount of your Qualifying Purchases; (2) the total amount of other Settlement Class Members' Qualifying Purchases; and (3) the amount of litigation expenses, attorneys' fees, and class representative incentive awards approved by the Court.

Before the amount of payments for Qualifying Claims is calculated, the Net Settlement Funds will be determined by deducting any Court-approved costs of litigation, costs of settlement administration, attorneys' fees, and service fees for the Plaintiff Class representatives. The Net Settlement Funds will then be distributed to Settlement Class Members who submitted Qualifying Claims on a *pro rata* basis according to the respective amount of their Qualifying Purchases.

Because the *pro rata* amount you will receive depends on the amounts of other Settlement Class Members' Qualifying Purchases, it is not possible at this time to determine how much you will receive. In general, your recovery will be calculated as follows:

$$\frac{\text{Amount of Your Qualifying Purchases}}{\text{Total Amount of All Qualifying Purchases}} = \text{Your Pro Rata Percentage of Net Settlement Funds}$$

HOW ARE MY QUALIFYING PURCHASES DETERMINED?

The Amount of Qualifying Purchases by Settlement Class Members will be determined by the Claims Administrator as follows:

- The amount of your Qualifying Purchases from the Alliance Plants and Siouxland Plants, as determined from records provided by the Defendants, has been stated on your Claim Form included with this Notice. You may accept these amounts as your Qualifying Purchases from Defendants by checking an appropriate box on the Claim Form.
- If you believe that the actual amount of your Qualifying Purchases from either the Alliance Plants or the Siouxland Plants is higher than the amount stated on your Claim Form, you may state on the Claim Form the amount of Qualifying Purchases that you believe is correct, but you must submit documentation to support the higher amount. The Claims Administrator will review the documentation submitted by you and determine whether the amount of your Qualifying Purchases should be the original amount, your proposed higher amount, or some different amount.

DETERMINATIONS BY THE CLAIMS ADMINISTRATOR

The Claims Administrator will be solely responsible for:

1. Issuing Notices and Claim Forms to Settlement Class Members;
2. Receiving and processing Claim Forms returned by Claimants;
3. Determining whether a Claimant is a Settlement Class Member;
4. Determining whether a Claim Form states one or more Qualifying Purchases;
5. Determining the amount of Qualifying Purchases for each Settlement Class Member submitting a Qualifying Claim;
6. Determining the *pro rata* percentage of Net Settlement Funds to be distributed to each Settlement Class Member submitting a Qualifying Claim; and
7. Issuing distribution payments from the Net Settlement Funds.

The Claims Administrator shall also provide information and assistance to Settlement Class Members preparing and submitting Claim Forms and shall maintain a website with information, documents, and forms related to the Settlements and distribution of the Settlement Funds.

SEE BELOW FOR THE GENERAL INSTRUCTIONS FOR SUBMISSION OF A CLAIM FORM

GENERAL INSTRUCTIONS FOR SUBMISSION OF A CLAIM FORM

In order to make a claim, please fill out the Claim Form included with this Notice. Read the Claim Form carefully, complete all required portions of the Claim Form fully and accurately, sign the Claim Form where indicated, and return the Claim Form to the Claims Administrator by the deadline.

1. **Deadline for Submission of Claim Form:** Each Claim Form must be signed and verified by the Claimant or a person authorized to act on behalf of the Claimant and must be postmarked no later than _____.
2. **Address:** Claim Forms must be sent to the following address by United States First-Class Mail or United States Certified Mail:

Iowa Ready-Mixed Concrete Antitrust Litigation
ALLIANCE/SIOUXLAND SETTLEMENT
Claims Administrator
c/o A.B. Data, Ltd.
PO Box 170500
Milwaukee, WI 53217-8091

DO NOT SEND YOUR CLAIM FORM TO THE COURT OR TO ANY OF THE PARTIES OR THEIR COUNSEL.

3. **Confirmation of Receipt of Claim Form:** You will not automatically be notified that the Claims Administrator has received your Claim Form. If you wish to have confirmation that your Claim Form has been received, send it by Certified Mail, Return Receipt requested.
4. **Photocopies of Claim Form:** A photocopy of the Claim Form may be submitted. Other forms, or altered versions of the Claim Form, will not be accepted. Blank Claim Forms may be obtained from the Claims Administrator or downloaded from the website at IowaConcreteAntitrustSettlement.com.
5. **Completion and Support of Claim:** Please type or neatly print all requested information. Failure to complete all parts of the Claim Form may result in denial of the claim, may delay processing, or may otherwise adversely affect the claim. Any supporting documentation should be submitted as legible copies—do not send originals, but maintain them in your records for additional verification or clarification if needed. All information submitted in a Claim Form is subject to further inquiry and verification. The Claims Administrator may ask you to provide additional supporting information or documentation. Failure to provide such requested information or documentation might adversely affect, or result in denial of, your claim.
6. **Claims of Separate Entities:** Each person, corporation, trust, or other business entity making a claim must submit its claim on a separate Claim Form. Additional blank Claim Forms may be obtained from the Claims Administrator or downloaded from the website at IowaConcreteAntitrustSettlement.com.
7. **Taxpayer Identification Number:** A Claim Form is not complete without the federal taxpayer identification number of the Claimant.
8. **Assistance:** If you have questions about your claim, you may contact the Claims Administrator at the above address, by telephone at 866-540-4949, or by email at info@IowaConcreteAntitrustSettlement.com.

PLEASE NOTE: DO NOT CONTACT THE COURT FOR ASSISTANCE.

9. **Keep a Copy:** You should keep a copy of your completed Claim Form for your records. You should also retain all of your documents and records relating to direct purchases of ready-mix concrete from the Defendants during the Class Period.

**MUST BE POSTMARKED NO
LATER THAN [REDACTED], 2012**

**THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF IOWA**
In re: Iowa Ready-Mix Concrete Antitrust Litigation
Case No. 5:10-cv-04038-MWB



ALLIANCE/SIOUXLAND CLAIM FORM

In order to be considered for participation in the settlement, you must complete and sign this Claim Form and return it to the Claims Administrator at the address below, with any necessary documentation, no later than [REDACTED], 2012.

Our records indicate the name and address below for you or your company:

[3 of 9 BARCODE of Notice ID] [Numeric version of Notice ID]

[NAME]
[C/O or ATTN]
[ADDRESS 2]
[ADDRESS 1]
[CITY], [STATE] [ZIP]

If any of the above information is incorrect, please complete Section I: Identity of Claimant; all claimants MUST complete Section II: Contact Person.:

THIS CLAIM FORM MUST BE SENT TO THE FOLLOWING ADDRESS BY UNITED STATES FIRST-CLASS MAIL OR UNITED STATES CERTIFIED MAIL AND MUST BE POSTMARKED NO LATER THAN [REDACTED], 2012:

Iowa Ready-Mixed Concrete Antitrust Litigation
ALLIANCE/SIOUXLAND SETTLEMENT
Claims Administrator
c/o A.B. Data, Ltd.
PO Box 170500
Milwaukee, WI 53217-8091

A Claim Form received by the Claims Administrator shall be deemed to have been submitted when posted if it is mailed by [REDACTED], 2012, a postmark is indicated on the envelope, and it is mailed and addressed in accordance with the instructions. In all other cases, the Claim Form shall be deemed to have been submitted when actually received by the Claims Administrator.

You should be aware that it will take a significant amount of time to process all of the Claim Forms. This work will be completed as promptly as time permits, given the need to review each Claim Form. Thank you for your patience.

CLAIM FORM

I. IDENTITY OF CLAIMANT: If the name or address pre-printed on this Claim Form is not accurate, please complete the following section. Correspondence and any distribution you may recover will be directed to you at your mailing address. You MUST notify the Claims Administrator promptly if your address changes after you have submitted this Claim Form.

Last Name _____ First Name _____

Address Line 1 _____

Address Line 2 (If Applicable) _____

City _____ State _____ Zip Code _____

Country _____

Claimant is a (Check one):
 Corporation Individual Trustee in Bankruptcy Partnership Other (specify and provide the name and address of the person or entity on whose behalf you are acting here): _____

II. CONTACT PERSON: Indicate below the person to be contacted regarding this claim; all contact information should be provided as failure to provide may result in delays in the processing of your claim.

Last Name _____ First Name _____

Telephone Number (Day) _____ Telephone Number (Night) _____
(_____) _____ - _____ (_____) _____ - _____

Email Address _____

If the address for the contact person is different from the claimant's address stated above, provide the contact person's address:

Address Line 1 _____

Address Line 2 (If Applicable) _____

City _____ State _____ Zip Code _____

III. PURCHASES OF READY-MIXED CONCRETE

The following charts are used to identify your purchases of Ready-Mixed Concrete¹ from the “Alliance/Siouxland Defendants” during the Settlement Class Period. The purchases of Ready-Mixed Concrete that are used to determine your eligibility for benefits from the Alliance/Siouxland Settlement are those occurring from and including July 1, 2008 through and including December 31, 2009, which were directly from the Alliance Le Mars North, Le Mars South, Remsen, Akron, Merville or Sergeant Bluff plants (the “Alliance Plants”), or directly from Siouxland’s 11th Street and Steuben Street plants located in Sioux City, Iowa, or its South Sioux City, Nebraska plant (the “Siouxland Plants”).

As set forth in the Definitions section in the Notice of Settlement Distribution (the “Notice”), for purposes of determining the amount of your Qualifying Purchases, charges for Ready-Mixed Concrete include those charges for the materials comprising the concrete mix and regular delivery only. Charges that are located on invoices as a separate line item (such as separately charged admixtures, additives such as fiber mesh, and other delivery fees like small load or weekend delivery charges) are not included. **Qualifying Purchases of Ready Mix Concrete also do not include the following extra service or product charges:** (Service Charges) delivery charges, demurrage charges, hourly charges, minimum load charges, overtime, plant charges, same-day-service charges, truck cleanup charges, weekend/holiday/after-hours charges, and winter charges; (Product Charges) truck/equipment rental costs, costs of building materials, concrete blocks, precast concrete products, equipment/tools, expansion joints, foam/Styrofoam, concrete forms, hardware, plastic, rebar, steel fiber, wire mesh, sealants, and test cylinders.

A. CHARTS 1 AND 2—KNOWN QUALIFYING PURCHASES FROM THE ALLIANCE AND SIOUXLAND PLANTS: This chart states the amount of your known Qualifying Purchases (as defined in the Notice) from the Alliance Plants and the Siouxland Plants.

- *If you agree* with the amount indicated in Column 1 of either Chart, check the box in Column 2 next to that amount and leave Column 3 blank.
- *If you disagree* with the amount in Column 1 of either Chart, provide what you believe to be the correct amount of Qualifying Purchases, based on your records, in Column 3 **and submit documentation along with this Claim Form to support the amount of Qualifying Purchases you are claiming in Column 3.**

Chart 1: Purchases from Alliance Plants		
COLUMN 1	COLUMN 2	COLUMN 3
Amount of your Qualifying Purchases from and including July 1, 2008 through and including December 31, 2009 according to Alliance’s records	Check below if you agree with the amount in Column 1	IF YOU DISAGREE WITH AN AMOUNT IN COLUMN 1, indicate the amount of your Qualifying Purchases based on your records (otherwise, leave this column blank) and ATTACH DOCUMENTATION to support your claimed amount
\$ [INSERT AMOUNT]		

¹ All capitalized terms not otherwise defined in this Claim Form shall have the meaning provided in the Notice of Settlement Distribution.

I certify that the above taxpayer is **NOT** subject to backup withholding under the provisions of Section 3406(a)(1)(C) of the Internal Revenue Code.
NOTE: If you have been notified by the IRS that you are subject to backup withholding, please strike out the word “**NOT**” in the previous sentence.

VI. ACKNOWLEDGMENT AND VERIFICATION

I acknowledge and represent that I have read the Notice of Settlement Distribution, and I declare under the penalties for perjury under the laws of the United States of America (i) that the information contained in this Claim Form is true and correct; (ii) that I am duly authorized to sign and submit this Claim Form on behalf of the Claimant; (iii) that the Claimant is a member of the Settlement Class and has not requested to be excluded from the Settlement Class with respect to any Settlement; (iv) that the purchases of Ready-Mixed Concrete listed were made by the Claimant **directly** from the plants listed; (v) that the Claimant does not know of any other claim being submitted for the same purchases; and (vi) that the Claimant has not transferred or assigned its claims.

Signature

Date

Printed name

Title or position (if claimant is a business)