



**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K/A**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of Earliest Event Reported): **October 20, 2003**

**Centex Construction Products, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation)

**1-12984**

(Commission File Number)

**75-2520779**

(IRS Employer Identification No.)

**2728 N. Harwood, Dallas, Texas**

(Address of principal executive offices)

**75201**

(Zip Code)

**(214) 981-5000**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former name or former address if changed from last report)

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### Item 7. Financial Statements and Exhibits.

The following exhibit is being furnished solely with respect to our disclosure in Item 12.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Revised Financial Information

### Item 12. Results of Operations and Financial Condition.

On October 20, 2003, we furnished a Current Report on Form 8-K (the "Current Report") to the Securities and Exchange Commission ("SEC") announcing our financial results for the quarter ended September 30, 2003. We are furnishing this amendment to the Current Report to conform certain statement of earnings and balance sheet data presented in the Current Report to the restated data presented in our Quarterly Report on Form 10-Q for the quarter ended September 30, 2003, which we are filing today with the SEC. For many years, we proportionately consolidated our pro rata interest in the revenues, expenses, assets and liabilities of our two 50%-owned cement joint ventures that operate in Illinois and Texas (the "Joint Ventures"). The Company is restating its financial statements to reflect a change in the method of accounting for its 50% interest in the Joint Ventures from the proportionate consolidation accounting method to the equity method of accounting. **This revision has no impact on our earnings before income taxes, net earnings, earnings per share or retained earnings.** Under the equity method of accounting, our statements of earnings will now include a single line item entitled "Equity in Earnings of Unconsolidated Joint Ventures" which will reflect the Company's 50% interest in the results of operations of the Joint Ventures. Similarly, our balance sheets will now include a single line item entitled "Investment in Joint Ventures" which will reflect the Company's 50% interest in the net assets of the Joint Ventures. These changes are being made in response to a comment received from the SEC in connection with its review of our preliminary proxy statement filed in connection with the proposed spin-off of our shares held by Centex Corporation and certain related transactions, together with our periodic reports incorporated by reference in the proxy statement.

We also expect to file with the SEC as soon as practicable amendments to our Annual Report on Form 10-K for the year ended March 31, 2003 and our Quarterly Report on Form 10-Q for the quarter ended June 30, 2003 in order to reflect the use of the equity method of accounting for the Joint Ventures and to restate our financial statements as of the dates and for the periods covered by such reports. These amendments will have no impact on our earnings before income taxes, net earnings, earnings per share or retained earnings. For convenience of reference, these amendments will amend and restate these reports in their entirety.

This amended Current Report continues to speak as of the date of the original Current Report and we have not updated the disclosure in this amended Current Report to speak as of a later date.

**SIGNATURE**

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.

Date: November 14, 2003

CENTEX CONSTRUCTION PRODUCTS, INC.

By: /s/ ARTHUR R. ZUNKER, JR.

\_\_\_\_\_  
Name: Arthur R. Zunker, Jr.

Title: Senior Vice President- Finance

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Revised Financial Information

Centex Construction Products, Inc.  
 Summary of Consolidated Earnings  
 (dollar amounts in thousands, except per share data)  
 (unaudited)

	Quarter Ended September 30,			
	2003		2002	
	Reported	Restated	Reported	Restated
Revenues	\$ 154,798	\$ 134,636	\$ 135,993	\$ 116,077
Earnings Before Income Taxes	\$ 28,664	\$ 28,664	\$ 24,218	\$ 24,218
Net Earnings	\$ 18,564	\$ 18,564	\$ 16,107	\$ 16,107
Earnings Per Share:				
- Basic	\$ 1.01	\$ 1.01	\$ 0.87	\$ 0.87
- Diluted	\$ 1.00	\$ 1.00	\$ 0.87	\$ 0.87
Average Shares Outstanding:				
- Basic	18,462,107	18,462,107	18,442,772	18,442,772
- Diluted	18,609,206	18,609,206	18,535,872	18,535,872
	Six Months Ended September 30,			
	2003		2002	
	Reported	Restated	Reported	Restated
Revenues	\$ 298,887	\$ 259,039	\$ 264,768	\$ 225,644
Earnings Before Income Taxes	\$ 50,049	\$ 50,049	\$ 49,379	\$ 49,379
Net Earnings	\$ 32,787	\$ 32,787	\$ 32,842	\$ 32,842
Earnings Per Share:				
- Basic	\$ 1.78	\$ 1.78	\$ 1.78	\$ 1.78
- Diluted	\$ 1.77	\$ 1.77	\$ 1.77	\$ 1.77
Average Shares Outstanding:				
- Basic	18,434,560	18,434,560	18,462,631	18,462,631
- Diluted	18,559,000	18,559,000	18,598,156	18,598,156

Centex Construction Products, Inc.  
Revenues and Earnings by Lines of Business  
(dollars in thousands)  
(unaudited)

	Quarter Ended September 30,			
	2003		2002	
	Reported	Restated	Reported	Restated
<b>Revenues</b>				
Cement	\$ 52,129	\$ 32,035	\$ 49,360	\$ 29,509
	33%	24%	36%	25%
Gypsum Wallboard	67,361	67,361	54,880	54,880
	44%	50%	40%	47%
Paperboard	16,167	16,167	14,602	14,602
	10%	12%	11%	13%
Concrete & Aggregates	18,303	18,303	15,821	15,821
	12%	13%	12%	14%
Other, net	838	770	1,330	1,265
	1%	1%	1%	1%
<b>Total</b>	<b>\$154,798</b>	<b>\$134,636</b>	<b>\$135,993</b>	<b>\$116,077</b>
	100%	100%	100%	100%
<b>Operating Earnings</b>				
Cement	\$ 16,635	\$ 9,486	\$ 17,643	\$ 10,262
	52%	30%	63%	36%
Gypsum Wallboard	6,987	6,987	8,401	8,401
	22%	22%	30%	30%
Paperboard	4,998	4,998	2,753	2,753
	15%	15%	10%	10%
Concrete & Aggregates	2,626	2,626	(2,020)	(2,020)
	8%	8%	(7)%	(7)%
Cement Joint Ventures	—	7,220	—	7,456
	—	22%	—	27%
Other, net	838	770	1,330	1,265
	3%	3%	4%	4%
<b>Total Operating Earnings</b>	<b>32,084</b>	<b>32,087</b>	<b>28,107</b>	<b>28,117</b>
	100%	100%	100%	100%
Corporate General Expenses	(1,482)	(1,482)	(1,380)	(1,380)
Spin-Off Expenses	(986)	(986)	0	0
Interest Expense, net	(952)	(955)	(2,509)	(2,519)
<b>Earnings Before Income Taxes</b>	<b>\$ 28,664</b>	<b>\$ 28,664</b>	<b>\$ 24,218</b>	<b>\$ 24,218</b>



Centex Construction Products, Inc.  
Revenues and Earnings by Lines of Business  
(dollars in thousands)  
(unaudited)

Six Months Ended September 30,

	2003		2002	
	Reported	Restated	Reported	Restated
<b>Revenues</b>				
Cement	\$ 99,623	\$ 59,958	\$ 96,533	\$ 57,564
	33%	23%	36%	26%
Gypsum Wallboard	130,351	130,351	106,922	106,922
	44%	50%	40%	47%
Paperboard	32,851	32,851	28,734	28,734
	11%	13%	11%	13%
Concrete & Aggregates	34,850	34,850	30,906	30,906
	12%	13%	12%	13%
Other, net	1,212	1,029	1,673	1,518
	0%	1%	1%	1%
<b>Total</b>	<b>\$298,887</b>	<b>\$259,039</b>	<b>\$264,768</b>	<b>\$225,644</b>
	100%	100%	100%	100%
<b>Operating Earnings</b>				
Cement	\$ 27,668	\$ 16,164	\$ 32,056	\$ 18,812
	49%	28%	56%	33%
Gypsum Wallboard	12,818	12,818	17,588	17,588
	23%	23%	31%	31%
Paperboard	10,673	10,673	6,622	6,622
	19%	19%	11%	11%
Concrete & Aggregates	4,052	4,052	(715)	(715)
	7%	7%	(1)%	(1)%
Cement Joint Ventures	—	11,696	—	13,418
	—	21%	—	23%
Other, net	1,212	1,029	1,673	1,518
	2%	2%	3%	3%
<b>Total Operating Earnings</b>	<b>56,423</b>	<b>56,432</b>	<b>57,224</b>	<b>57,243</b>
	100%	100%	100%	100%
Corporate General Expenses	(2,950)	(2,950)	(2,782)	(2,782)
Spin-Off Expenses	(986)	(986)	0	0
Interest Expense, net	(2,438)	(2,447)	(5,063)	(5,082)
<b>Earnings Before Income Taxes</b>	<b>\$ 50,049</b>	<b>\$ 50,049</b>	<b>\$ 49,379</b>	<b>\$ 49,379</b>

Centex Construction Products, Inc.  
Consolidated Balance Sheets  
(dollars in thousands)  
(unaudited)

RESTATED	September 30,		
	2003	2002	March 31 2003
<b>ASSETS</b>			
Current Assets:			
Cash and Cash Equivalents	\$ 10,463	\$ 8,479	\$ 6,795
Accounts and Notes Receivable, net	55,599	50,994	42,209
Inventories	43,444	44,520	49,138
	<u>109,506</u>	<u>103,993</u>	<u>98,142</u>
Property, Plant and	712,398	711,129	708,998
Less Accumulated Depreciation	(221,617)	(194,320)	(207,810)
	<u>490,781</u>	<u>516,809</u>	<u>501,188</u>
Property, Plant and Equipment, net	490,781	516,809	501,188
Investment in Joint Ventures	51,737	52,228	53,741
Notes Receivable, net	112	223	190
Goodwill	40,290	40,197	40,290
Other Assets	11,200	11,251	12,804
	<u>\$ 703,626</u>	<u>\$ 724,701</u>	<u>\$ 706,355</u>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>			
Current Liabilities:			
Accounts Payable and Accrued Liabilities	\$ 66,440	\$ 69,682	\$ 65,475
Notes Payable	0	29,982	25,257
Current Portion of Long-term Debt	80	80	80
	<u>66,520</u>	<u>99,744</u>	<u>90,812</u>
Long-term Debt	31,080	101,670	55,590
Deferred Income Taxes	90,392	67,875	80,342
Stockholders' Equity - Common Stock, Par Value \$0.01; Authorized 50,000,000 Shares; Issued and Outstanding 18,520,103, 18,354,795 and 18,379,558 Shares, respectively	185	184	184
Capital in Excess of Par Value	19,439	13,491	14,228
Unamortized Value of Restricted Stock	(709)	0	0
Accumulated Other Comprehensive Losses	(1,703)	(2,817)	(2,282)
Retained Earnings	498,422	444,554	467,481
	<u>515,634</u>	<u>455,412</u>	<u>479,611</u>
	<u>\$ 703,626</u>	<u>\$ 724,701</u>	<u>\$ 706,355</u>

Centex Construction Products, Inc.  
Consolidated Balance Sheets  
(dollars in thousands)  
(unaudited)

REPORTED	September 30,		
	2003	2002	March 31 2003
<b>ASSETS</b>			
Current Assets:			
Cash and Cash Equivalents	\$ 13,892	\$ 12,715	\$ 10,942
Accounts and Notes Receivable, net	66,154	60,914	52,498
Inventories	52,375	53,363	58,254
	<u>132,421</u>	<u>126,992</u>	<u>121,694</u>
Property, Plant and Equipment	798,620	795,778	794,380
Less Accumulated Depreciation	(274,367)	(244,700)	(259,544)
	<u>524,253</u>	<u>551,078</u>	<u>534,836</u>
Investment in Joint Ventures	—	—	—
Notes Receivable, net	664	1,229	1,197
Goodwill	40,290	40,197	40,290
Other Assets	12,495	12,487	14,061
	<u>\$ 710,123</u>	<u>\$ 731,983</u>	<u>\$ 712,078</u>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>			
Current Liabilities:			
Accounts Payable and Accrued Liabilities	\$ 72,597	\$ 76,963	\$ 70,858
Notes Payable	0	29,982	25,257
Current Portion of Long-term Debt	80	80	80
	<u>72,677</u>	<u>107,025</u>	<u>96,195</u>
Long-term Debt	31,080	101,670	55,590
Deferred Income Taxes	90,511	67,876	80,461
Stockholders' Equity - Common Stock, Par Value \$0.01; Authorized 50,000,000 Shares; Issued and Outstanding 18,520,103, 18,354,795 and 18,379,558 Shares, respectively	185	184	184
Capital in Excess of Par Value	19,439	13,491	14,228
Unamortized Value of Restricted Stock	(709)	0	0
Accumulated Other Comprehensive Losses	(1,482)	(2,817)	(2,061)
Retained Earnings	498,422	444,554	467,481
	<u>515,855</u>	<u>455,412</u>	<u>479,832</u>
	<u>\$ 710,123</u>	<u>\$ 731,983</u>	<u>\$ 712,078</u>