

**UNITED STATES
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): April 2, 2013 (March 28, 2013)

QUANTA SERVICES, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

1-13831
(Commission File No.)

74-2851603
(IRS Employer Identification No.)

**2800 Post Oak Boulevard, Suite 2600
Houston, Texas 77056**

(Address of principal executive offices, including ZIP code)

(713) 629-7600

(Registrant's telephone number, including area code)

Not Applicable

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

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) On March 28, 2013, John R. Colson, founder, executive chairman and director of Quanta Services Inc. (the “Company”), advised the Board of Directors (the “Board”) that he will retire from the Company effective as of the Company’s annual meeting of stockholders to be held on May 23, 2013. In anticipation of his retirement, Mr. Colson will not stand for election to the Board at the 2013 annual meeting of stockholders. The Company expects that the Board will appoint a new non-executive chairman of the Board following the 2013 annual meeting of stockholders.

The changes in Mr. Colson’s relationship with the Company described above were not a result of any disagreements with the Company on any matter. A copy of the press release announcing Mr. Colson’s retirement is filed as Exhibit 99.1 to this report and is incorporated by reference herein.

(e) On March 28, 2013, the Compensation Committee of the Board approved the waiver of forfeiture restrictions and accelerated full vesting of awards of restricted stock and restricted stock units of the Company under the 2007 Stock Incentive Plan and the 2011 Omnibus Equity Incentive Plan held by Mr. Colson, effective as of the date of Mr. Colson’s retirement. As of March 28, 2013, Mr. Colson held unvested awards of restricted stock and restricted stock units covering an aggregate of 159,165 shares.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Exhibit</u>
99.1	Press Release of Quanta Services, Inc. dated April 2, 2013

SIGNATURES

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.

Dated: April 2, 2013

QUANTA SERVICES, INC.

By: /s/ Gérard J. Sonnier

Name: Gérard J. Sonnier

Title: Vice President

EXHIBIT INDEX

Exhibit No.

Exhibit

99.1

Press Release of Quanta Services, Inc. dated April 2, 2013

**PRESS RELEASE****FOR IMMEDIATE RELEASE****13-09**

Contacts: Investors - Kip Rupp, CFA
Media - Stephanie Moreland
Quanta Services, Inc.
713-629-7600

Quanta Services Announces Retirement of Executive Chairman John R. Colson

HOUSTON, April 2, 2013 — Quanta Services, Inc. (NYSE: PWR) today announced that John R. Colson, the company's founder and executive chairman, will retire as executive chairman of the board of directors at the annual stockholders' meeting on May 23, 2013. In anticipation of his retirement, Mr. Colson will not stand for election to the Board at the 2013 annual meeting of stockholders. It is expected that the board of directors will appoint a new non-executive chairman of the board following the annual stockholders' meeting. Mr. Colson founded Quanta Services in 1997 and has served as executive chairman of the Board of Directors since May 2011. Mr. Colson previously served as chairman of the Board from 2002 to May 2011 and as chief executive officer from December 1997 to May 2011. He joined PAR Electrical Contractors, Inc., an electrical specialty contractor and one of Quanta's founding operating units, in 1971 and served as its president from 1991 until December 1997.

"Since Quanta's inception in 1997, John Colson has led the company to become North America's leading specialty contractor in the energy infrastructure market," said Jim O'Neil, president and chief executive officer of Quanta Services, Inc. "On the behalf of the Quanta organization, I would like to thank John for his dedication and contributions to this company."

"Jim and his management team led Quanta to its best year ever in 2012 and they are well positioned to take the company to higher levels of success. With a proven management team in place, I am now ready to take the last step in my succession plan," said John Colson. "I would like to thank the Quanta Services employees and shareholders for their confidence and support through the years."

ABOUT QUANTA SERVICES

Quanta Services is a leading specialized contracting services company, delivering infrastructure solutions for the electric power and natural gas and pipeline industries. Quanta's comprehensive services include designing, installing, repairing and maintaining network infrastructure. Additionally, Quanta licenses point-to-point fiber optic telecommunications infrastructure in certain markets and offers related design, procurement, construction and maintenance services. With operations throughout North America and in certain international markets, Quanta has the manpower, resources and expertise to complete projects that are local, regional, national or international in scope.

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Forward-Looking Statements

This press release (and oral statements regarding the subject matter of this release) contains forward-looking statements intended to qualify for the “safe harbor” from liability established by the Private Securities Litigation Reform Act of 1995. Forward-looking statements include, but are not limited to, statements regarding market leadership, growth opportunities and outlook, as well as statements reflecting expectations, intentions, assumptions or beliefs about future events, and other statements that do not relate strictly to historical or current facts. Although Quanta’s management believes that the expectations reflected in such forward-looking statements are reasonable, it can give no assurance that such expectations will prove to be correct. These statements can be affected by inaccurate assumptions and by a variety of risks and uncertainties that are difficult to predict or beyond our control, including, among others, the effects of industry, economic or political conditions outside of the control of Quanta; trends and growth opportunities in relevant markets; the potential to incur losses with respect to our operations; the ability to generate internal growth; the ability to successfully identify and complete acquisitions; the ability to effectively compete for new projects and market share; risks associated with operating in international markets; potential liabilities associated with multiemployer pension plans; unexpected costs or liabilities that may arise from lawsuits or indemnity claims related to the services Quanta performs; liabilities for claims that are self-insured; and the ability to capitalize on business opportunities and other factors affecting Quanta’s business generally, including risks detailed in Quanta’s Annual Report on Form 10-K for the year ended December 31, 2012 and any other documents of Quanta filed with the Securities and Exchange Commission (SEC). Should one or more of these risks materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those expressed or implied in any forward-looking statements. Investors are cautioned not to place undue reliance on these forward-looking statements, which are current only as of this date. Quanta does not undertake and expressly disclaims any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. For a discussion of these risks, uncertainties and assumptions, investors are urged to refer to Quanta’s documents filed with the SEC that are available through the company’s website at www.quantaservices.com or through the SEC’s Electronic Data Gathering and Analysis Retrieval System (EDGAR) at www.sec.gov.