

TRAMMELL CROW CO
Form 4
March 07, 2006

FORM 4

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

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LAFITTE MICHAEL J

(Last) (First) (Middle)

2001 ROSS AVENUE, SUITE 3400

(Street)

DALLAS, TX 75201

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

TRAMMELL CROW CO [TCC]

3. Date of Earliest Transaction
(Month/Day/Year)

03/05/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

President, Global Serv.Group

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ 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 Ownership (Instr. 4)
Common Stock	03/05/2006		F(1)	7,290 D	\$ 33.23	128,084 (2)	D

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

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information contained in this form are not
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SEC 1474
(9-02)

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

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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 Underlying Securities (Instr. 3 and 4)	8. De Se (In
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 13.9					05/24/2003 ⁽³⁾ 05/24/2009	Common Stock	28,999
Stock Option (right to buy)	\$ 11.44					03/08/2001 ⁽⁴⁾ 03/08/2010	Common Stock	22,000
Stock Option (right to buy)	\$ 17.88					05/18/2002 ⁽⁵⁾ 05/18/2009	Common Stock	10,000
Stock Option (right to buy)	\$ 17.44					05/05/2000 ⁽⁶⁾ 05/05/2009	Common Stock	10,210
Stock Option (right to buy)	\$ 18.06					02/18/2000 ⁽⁷⁾ 02/18/2009	Common Stock	3,208
Stock Option (right to buy)	\$ 28.69					08/03/1999 ⁽⁸⁾ 08/03/2008	Common Stock	34,858

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
LAFITTE MICHAEL J 2001 ROSS AVENUE SUITE 3400 DALLAS, TX 75201	President, Global Serv.Group

Signatures

/s/ Michael J.
Lafitte

03/07/2006

__Signature of
Reporting Person

Date

Explanation of Responses:

* 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).

- (1) The shares were withheld by the Issuer to satisfy a tax withholding obligation incident to the vesting of 20,000 shares of restricted stock on 3/5/2006, such shares having been issued in accordance with Rule 16b-3.
- (2) Includes 66,502 shares of restricted stock, with 20,000 shares vesting on 3/5/2007, 20,000 shares vesting on 3/5/2008, and 26,502 shares vesting on 5/18/2009. Also includes 564 shares acquired under the Issuer's Employee Stock Purchase Plan.
- (3) The options vest in four equal annual installments beginning 5/24/2003.
- (4) The options vested in four equal annual installments beginning 3/8/2001.
- (5) The options vested in three equal annual installments beginning 5/18/2002.
- (6) The options vested in four equal annual installments beginning 5/5/2000.
- (7) The options vested in three equal annual installments beginning 2/18/2000.
- (8) The options vested in five equal annual installments beginning 8/3/1999.

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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