

CONCANNON WILLIAM F
Form 5
January 19, 2006

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
CONCANNON WILLIAM F

2. Issuer Name and Ticker or Trading Symbol
TRAMMELL CROW CO [TCC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2001 ROSS AVENUE, SUITE 3400

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice Chairman

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

DALLAS, TX 75201

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
| Common Stock | 06/07/2005 | ^ | G | 1,000 D \$ (1) | 387,154 (2) | D | ^ |

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

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SEC 2270 (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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---------------------------|---|--------------|----------------------------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (right to buy) | \$ 13.9 | Â | Â | Â | Â | Â | 05/24/2003 ⁽³⁾ | 05/24/2009 | Common Stock | 78,000 |
| Stock Option (right to buy) | \$ 10.2 | Â | Â | Â | Â | Â | 05/25/2002 ⁽⁴⁾ | 05/25/2008 | Common Stock | 95,000 |
| Stock Option (right to buy) | \$ 11.44 | Â | Â | Â | Â | Â | 03/08/2001 ⁽⁵⁾ | 03/08/2010 | Common Stock | 85,000 |
| Stock Option (right to buy) | \$ 17.44 | Â | Â | Â | Â | Â | 05/05/2000 ⁽⁶⁾ | 05/05/2009 | Common Stock | 18,010 |
| Stock Option (right to buy) | \$ 18.06 | Â | Â | Â | Â | Â | 02/18/2000 ⁽⁷⁾ | 02/18/2009 | Common Stock | 24,188 |
| Stock Option (right to buy) | \$ 17.5 | Â | Â | Â | Â | Â | 11/24/1997 | 11/24/2007 | Common Stock | 58,529 |
| Stock Option (right to buy) | \$ 3.85 | Â | Â | Â | Â | Â | 08/01/1997 | Â ⁽⁸⁾ | Common Stock | 29,813 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CONCANNON WILLIAM F
2001 ROSS AVENUE
SUITE 3400
DALLAS, TX 75201

X Vice Chairman

Signatures

/s/ William F.
Concannon

01/16/2006

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) No price was designated for the securities that were disposed of because they were transferred pursuant to a gift.
- (2) Includes 60,000 shares of restricted stock, with 20,000 shares vesting on 3/5/2006, 20,000 shares vesting on 3/5/2007 and 20,000 shares vesting on 3/5/2008, and a restricted stock award granted on 5/18/2005 of 25,398 shares vesting on 5/18/2009.
- (3) The options vest in four equal annual installments with the first installment vesting on 5/24/2003.
- (4) The options vest in four equal annual installments with the first installment vesting on 5/25/2002.
- (5) The options vested in four equal annual installments with the first installment vesting on 3/8/2001.
- (6) The options vested in four equal annual installments with the first installment vesting on 5/5/2000.
- (7) The options vested in three equal annual installments with the first installment vesting on 2/18/2000.
- (8) The options do not expire.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.