

PERINI CORP
Form 4
January 04, 2008

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
SHAW CRAIG W

(Last) (First) (Middle)

73 MT WAYTE AVE

(Street)

FRAMINGHAM, MA 01701

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PERINI CORP [PCR]

3. Date of Earliest Transaction (Month/Day/Year)
01/02/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chairman & CEO, Perini Bldg Co

6. Individual or Joint/Group Filing(Check Applicable Line)
 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) | (A) or (D) | 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|---|--|---|
| Common Stock | 01/02/2008 | | M | 50,000 | A | 50,000 | D | |
| Common Stock | 01/02/2008 | | S(2) | 300 | D | \$ 40.32 49,700 | D | |
| Common Stock | 01/02/2008 | | S(2) | 1,100 | D | \$ 40.33 48,600 | D | |
| Common Stock | 01/02/2008 | | S(2) | 300 | D | \$ 40.46 48,300 | D | |
| Common Stock | 01/02/2008 | | S(2) | 100 | D | \$ 40.47 48,200 | D | |

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| | | | | | | | |
|--------------|------------|-------------|-------|---|----------|--------|---|
| Common Stock | 01/02/2008 | <u>S(2)</u> | 300 | D | \$ 40.48 | 47,900 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 1,900 | D | \$ 40.55 | 46,000 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 100 | D | \$ 40.57 | 45,900 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 500 | D | \$ 40.59 | 45,400 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 700 | D | \$ 40.6 | 44,700 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 1,100 | D | \$ 40.61 | 43,600 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 200 | D | \$ 40.62 | 43,400 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 600 | D | \$ 40.63 | 42,800 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 1,620 | D | \$ 40.65 | 41,180 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 200 | D | \$ 40.66 | 40,980 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 700 | D | \$ 40.68 | 40,280 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 100 | D | \$ 40.69 | 40,180 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 1,000 | D | \$ 40.7 | 39,180 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 700 | D | \$ 40.72 | 38,480 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 300 | D | \$ 40.73 | 38,180 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 2,000 | D | \$ 41.01 | 36,180 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 280 | D | \$ 41.75 | 35,900 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 1,700 | D | \$ 40.9 | 34,200 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 100 | D | \$ 40.91 | 34,100 | D |
| Common Stock | 01/02/2008 | <u>S(2)</u> | 100 | D | \$ 40.92 | 34,000 | D |
| | 01/02/2008 | <u>S(2)</u> | 100 | D | | 33,900 | D |

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The restricted stock units convert into common stock of Perini Corporation (the "Company") on a 1 for 1 basis subject to the Company achieving certain performance criteria for fiscal year 2006.

- (2) The sale reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 21, 2007.
- (3) The restricted stock units were granted on April 5, 2006.
- (4) The restricted stock units vested on January 2, 2008 based on the Company achieving certain performance criteria for fiscal year 2006.

The reporting person continues to hold 100,000 restricted stock units granted on April 5, 2006 which vest in equal installments on

- (5) January 1, 2009 and January 1, 2010, subject to the Company's compensation committee's determination that certain performance criteria for fiscal years 2007 and 2008, respectively, have been met.

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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