

DETERING PADDISON DIANE S
Form 4
May 11, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DETERING PADDISON DIANE S

(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)

05/10/2005

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)

COO - Global Services

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)	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)
			Code	V	Amount or Price		
Common Stock	05/10/2005		S		1,812 (1) D \$ 21.96	145,481 (2) D	
Common Stock	05/10/2005		S		3,000 (1) D \$ 21.95	142,481 (2) D	
Common Stock	05/10/2005		S		1,000 (1) D \$ 21.9	141,481 (2) D	
Common Stock	05/10/2005		S		400 (1) D \$ 21.87	141,081 (2) D	
Common Stock	05/10/2005		S		300 (1) D \$ 21.86	140,781 (2) D	

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Common Stock	05/10/2005	S	800 <u>(1)</u>	D	\$ 21.84	139,981 <u>(2)</u>	D
Common Stock	05/10/2005	S	200 <u>(1)</u>	D	\$ 21.83	139,781 <u>(2)</u>	D
Common Stock	05/10/2005	S	500 <u>(1)</u>	D	\$ 21.82	139,281 <u>(2)</u>	D
Common Stock	05/10/2005	S	100 <u>(1)</u>	D	\$ 21.79	139,181 <u>(2)</u>	D
Common Stock	05/10/2005	S	100 <u>(1)</u>	D	\$ 21.77	139,081 <u>(2)</u>	D
Common Stock	05/10/2005	S	200 <u>(1)</u>	D	\$ 21.76	138,881 <u>(2)</u>	D
Common Stock	05/10/2005	S	3,400 <u>(1)</u>	D	\$ 21.75	135,481 <u>(2)</u>	D
Common Stock	05/10/2005	S	2,300 <u>(1)</u>	D	\$ 21.73	133,181 <u>(2)</u>	D
Common Stock	05/10/2005	S	800 <u>(1)</u>	D	\$ 21.72	132,381 <u>(2)</u>	D
Common Stock	05/10/2005	S	300 <u>(1)</u>	D	\$ 21.71	132,081 <u>(2)</u>	D
Common Stock	05/10/2005	S	2,000 <u>(1)</u>	D	\$ 21.7	130,081 <u>(2)</u>	D
Common Stock	05/10/2005	S	1,900 <u>(1)</u>	D	\$ 21.69	128,181 <u>(2)</u>	D
Common Stock	05/10/2005	S	700 <u>(1)</u>	D	\$ 21.68	127,481 <u>(2)</u>	D
Common Stock	05/10/2005	S	1,100 <u>(1)</u>	D	\$ 21.67	126,381 <u>(2)</u>	D
Common Stock	05/10/2005	S	200 <u>(1)</u>	D	\$ 21.66	126,181 <u>(2)</u>	D
Common Stock	05/10/2005	S	8,600 <u>(1)</u>	D	\$ 21.62	117,581 <u>(2)</u>	D
Common Stock	05/10/2005	S	100 <u>(1)</u>	D	\$ 21.61	117,481 <u>(2)</u>	D
Common Stock	05/10/2005	S	200 <u>(1)</u>	D	\$ 21.59	117,281 <u>(2)</u>	D
Common Stock	05/10/2005	S	200 <u>(1)</u>	D	\$ 21.58	117,081 <u>(2)</u>	D

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

Persons who respond to the collection of information contained in this form are not

SEC 1474
(9-02)

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

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. Amount or Number of Shares
Stock Option (right to buy)	\$ 13.9					05/24/2003 ⁽³⁾ 05/24/2009	Common Stock	32,500
Stock Option (right to buy)	\$ 10.2					05/25/2002 ⁽⁴⁾ 05/25/2008	Common Stock	25,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DETERING PADDISON DIANE S 2001 ROSS AVENUE SUITE 3400 DALLAS, TX 75201			COO - Global Services	

Signatures

/s/ J. Christopher Kirk, by power of attorney 05/11/2005

__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) These shares were sold by Ms. Paddison in connection with the payment by her of the exercise price on options exercised on 5/9/2005.

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- Includes 30,000 shares of restricted stock, with 10,000 shares vesting on 3/5/2006, 10,000 shares vesting on 3/5/2007 and 10,000 shares
- (2) vesting on 3/5/2008, and a restricted stock award granted on 5/19/2004 of 20,000 shares vesting 40% on 5/19/2006, 20% on 5/19/2007, 20% on 5/19/2008 and 20% on 5/19/2009.
 - (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.

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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