

PERINI CORP  
Form 4  
December 08, 2004

**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 \*  
**MARASHLIAN ZOHRAB B**

(Last) (First) (Middle)  
  
73 MT WAYTE AVE  
  
(Street)

FRAMINGTON, MA 01701

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
12/07/2004

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)  
President, Perini Civil

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	12/07/2004		M		50,000 A \$ 4.5	D	
Common Stock	12/07/2004		S		12,800 D \$ 16.25	D	
Common Stock	12/07/2004		S		6,000 D \$ 16.26	D	
Common Stock	12/07/2004		S		7,700 D \$ 16.27	D	
Common Stock	12/07/2004		S		3,200 D \$ 16.28	D	

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Common Stock	12/07/2004	S	5,600	D	\$ 16.29	14,700	D
Common Stock	12/07/2004	S	1,000	D	\$ 16.3	13,700	D
Common Stock	12/07/2004	S	200	D	\$ 16.31	13,500	D
Common Stock	12/07/2004	S	100	D	\$ 16.32	13,400	D
Common Stock	12/07/2004	S	1,000	D	\$ 16.33	12,400	D
Common Stock	12/07/2004	S	2,300	D	\$ 16.34	10,100	D
Common Stock	12/07/2004	S	900	D	\$ 16.35	9,200	D
Common Stock	12/07/2004	S	500	D	\$ 16.36	8,700	D
Common Stock	12/07/2004	S	200	D	\$ 16.37	8,500	D
Common Stock	12/07/2004	S	1,500	D	\$ 16.38	7,000	D
Common Stock	12/07/2004	S	1,700	D	\$ 16.39	5,300	D
Common Stock	12/07/2004	S	3,800	D	\$ 16.4	1,500	D
Common Stock	12/07/2004	S	800	D	\$ 16.41	700	D
Common Stock	12/07/2004	S	200	D	\$ 16.42	500	D
Common Stock	12/07/2004	S	500	D	\$ 16.43	0	D

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

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(9-02)

**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	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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Derivative Security			or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
	Code	V	(A)	(D)				
Employee Stock Option (right to buy)					03/29/2000 <sup>(1)</sup>	05/24/2010	Common Stock	50,0
\$ 4.5								
12/07/2004								
M								

**Reporting Owners**

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
MARASHLIAN ZOHRAB B 73 MT WAYTE AVE FRAMINGTON, MA 01701			President, Perini Civil		

**Signatures**

/s/Michael E. Ciskey, Attorney  
in fact  
12/08/2004  
 \*\*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) Granted an option to purchase 400,000 shares of Common Stock at an exercise price of \$4.50 per share; 33.33% of such shares vested on 3/2000; an additional 33.34% vested on 3/2001 and an additional 33.33% vested on 3/2002.

Note: File three copies of this Form, one of which must be manually signed. If space 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.