

TUTOR RONALD N
Form 4
January 05, 2018

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 *
TUTOR RONALD N

(Last) (First) (Middle)

C/O TUTOR PERINI CORPORATION, 15901 OLDEN STREET

(Street)

SYLMAR, CA 91342

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
01/05/2018

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |

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

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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)

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Security |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | (Instr. 3 and 4) | | | | |
|--------------------------------------|--|----------------------|-----------------|---|------------------|------------------|---------------------------|-----------------|--------------|-------------------|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount Num Shares |
| Employee Stock Option (Right to Buy) | \$ 25.7 | 01/05/2018 | A | | 75,000 | | 12/31/2019 ⁽¹⁾ | 01/05/2028 | Common Stock | 75 |
| Employee Stock Option (Right to Buy) | \$ 25.7 | 01/05/2018 | A | | 75,000 | | 12/31/2020 ⁽²⁾ | 01/05/2028 | Common Stock | 75 |
| Employee Stock Option (Right to Buy) | \$ 25.7 | 01/05/2018 | A | | 75,000 | | 12/31/2021 ⁽³⁾ | 01/05/2028 | Common Stock | 75 |
| Restricted Stock Units | ⁽⁴⁾ | 01/05/2018 | A | | 150,000 | | 01/04/2021 ⁽⁵⁾ | ⁽⁵⁾ | Common Stock | 150 |
| Restricted Stock Units | ⁽⁴⁾ | 01/05/2018 | A | | 75,000 | | 12/31/2021 ⁽⁶⁾ | ⁽⁶⁾ | Common Stock | 75 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| TUTOR RONALD N C/O TUTOR PERINI CORPORATION 15901 OLDEN STREET SYLMAR, CA 91342 | X | X | Chairman & CEO | |

Signatures

/s/ John D. Barrett,
attorney-in-fact
01/05/2018

**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 employee stock options become exercisable on December 31, 2019, contingent upon Mr. Tutor's continued employment through this date.
- (2) The employee stock options become exercisable on December 31, 2020, contingent upon Mr. Tutor's continued employment through this date.
- (3) The employee stock options become exercisable on December 31, 2021, contingent upon Mr. Tutor's continued employment through this date.
- (4) The restricted stock units convert into common stock of Tutor Perini Corporation on a 1-for-1 basis.
- (5) The restricted stock units vest on January 4, 2021, contingent upon Mr. Tutor's continued employment through this date.
- (6) The restricted stock units vest on December 31, 2021, contingent upon Mr. Tutor's continued employment through this date.

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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