PERINI CORP Form 4 March 16, 2006

FORM 4

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

washington, D.C. 20349

Expires: January 31, 2005

securities

n 4 or

Estimated average burden hours per response... 0.5

Form 5
obligations
may continue.
See Instruction

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(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SHAW CRAIG W			2. Issuer Name and Ticker or Trading Symbol PERINI CORP [PCR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)		
			(Month/Day/Year)	Director 10% Owner		
73 MT WAYTE AVE			$ \begin{array}{ccc} & & \underline{X} \text{Officer (give title} \\ $			
				President, Perini Building Co.		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
FRAMINGHAM, MA 01701				_X_Form filed by One Reporting PersonForm filed by More than One Reporting Person		

(City)	(State)	(Zip) Tabl	e I - Non-D	Derivative :	Securi	ties Acqu	ired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	03/14/2006		M	10,000	A	\$ 4.5	10,000	D	
Common Stock	03/14/2006		S(1)	1,000	D	\$ 28.8	9,000	D	
Common Stock	03/14/2006		S(1)	1,000	D	\$ 29.01	8,000	D	
Common Stock	03/14/2006		S(1)	100	D	\$ 29	7,900	D	
Common Stock	03/14/2006		S <u>(1)</u>	900	D	\$ 28.93	7,000	D	

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Common Stock	03/14/2006	S(1)	700	D	\$ 28.87	6,300	D
Common Stock	03/14/2006	S(1)	300	D	\$ 28.8	6,000	D
Common Stock	03/14/2006	S(1)	800	D	\$ 28.99	5,200	D
Common Stock	03/14/2006	S(1)	200	D	\$ 28.95	5,000	D
Common Stock	03/14/2006	S(1)	500	D	\$ 29.16	4,500	D
Common Stock	03/14/2006	S <u>(1)</u>	500	D	\$ 29.09	4,000	D
Common Stock	03/14/2006	S(1)	200	D	\$ 29.16	3,800	D
Common Stock	03/14/2006	S(1)	800	D	\$ 29.08	3,000	D
Common Stock	03/14/2006	S(1)	200	D	\$ 29.27	2,800	D
Common Stock	03/14/2006	S(1)	500	D	\$ 29.3	2,300	D
Common Stock	03/14/2006	S(1)	100	D	\$ 29.29	2,200	D
Common Stock	03/14/2006	S(1)	200	D	\$ 29.25	2,000	D
Common Stock	03/14/2006	S <u>(1)</u>	700	D	\$ 29.28	1,300	D
Common Stock	03/14/2006	S(1)	300	D	\$ 29.27	1,000	D
Common Stock	03/14/2006	S(1)	1,000	D	\$ 29.14	0	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 required to respond unless the form displays a currently valid OMB control number.

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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		

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Derivative or Disposed of Security

(D) (Instr. 3, 4, and 5)

Code V (A) Expiration Title (D) Date Amount

Exercisable Date or

Number of Share:

Employee

Stock

Common 10.000 03/29/2000 05/24/2010 Option \$ 4.5 03/14/2006 M 10,000 Stock

(right to buy)

Reporting Owners

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

SHAW CRAIG W 73 MT WAYTE AVE FRAMINGHAM, MA 01701

President, Perini Building Co.

Signatures

/s/Michael E. Ciskey, Attorney 03/16/2006 in fact

**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).
- The sale reported in the Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 17, **(1)** 2004.
- 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.

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