

BELCHER E STEVENSON
Form 4
December 20, 2006

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

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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 *
BELCHER E STEVENSON

2. Issuer Name and Ticker or Trading Symbol
TRAMMELL CROW CO [TCC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2001 ROSS AVENUE, SUITE 3400

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/07/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Regional Director, Global Serv

DALLAS, TX 75201

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4)	
			Code	V	Amount	Price			
Common Stock	12/07/2006		G		2,000	D <u>(1)</u>	48,305	I	By Belcher Family Living Trust
Common Stock	12/20/2006		D		59,871 <u>(2)</u>	D \$ 49.51	0 <u>(3)</u>	D	
Common Stock	12/20/2006		D		48,305	D \$ 49.51	0 <u>(4)</u>	I	By Belcher Family Living Trust

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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 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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title or Number of Shares
Employee Stock Option (right to buy)	\$ 13.9	12/20/2006		D	10,000	05/24/2003 ⁽⁵⁾ 05/24/2009	Common Stock 10,000
Employee Stock Option (right to buy)	\$ 11.44	12/20/2006		D	20,000	03/08/2001 ⁽⁶⁾ 03/08/2010	Common Stock 20,000
Employee Stock Option (right to buy)	\$ 10.2	12/20/2006		D	500	05/25/2002 ⁽⁷⁾ 05/25/2008	Common Stock 500

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BELCHER E STEVENSON
2001 ROSS AVENUE
SUITE 3400
DALLAS, TX 75201

Regional Director, Global Serv

